



BULKY DOCUMENTS

(exceeds 300 pages)

Proceeding/Serial No: 91167151

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Title: Opposer's First Notice of Reliance

Part 6 of 6



Flowers Vs Sub Category Total US

TOTAL U.S. - FOOD								
Latest 12 Weeks ending Dec 1, 2002	Unit Sales	Unit Sales % Change Prior Year	Unit Share Change Prior Year	Dollar Sales	Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior	Avg Weekly ACV Weighted Distribution Change Prior Year
White LF	366,920,224	-1.3%	-0.2	\$496,247,104	-0.1%	-0.4	\$0.02	-0.0%
Flowers White LF	31,170,548	4.4%	0.1	\$51,062,680	1.3%	-0.0	(\$0.05)	-0.1%
Sara Lee Bakery Group White LF	35,659,572	1.6%	0.1	\$67,455,648	5.1%	0.1	\$0.06	0.2%
Ibc White LF	54,452,344	-7.8%	-0.4	\$101,877,448	-5.8%	-0.4	\$0.04	0.0%
Bimbo/Mrs Bairds White LF	12,445,832	-3.1%	-0.0	\$19,336,114	-7.6%	-0.1	(\$0.08)	0.5%
Private Label/Store Brands White LF	173,213,376	-1.8%	-0.2	\$162,439,968	-0.5%	-0.2	\$0.01	-0.1%
Specialty/Premium LF	113,919,768	-2.2%	-0.1	\$273,186,656	0.6%	-0.1	\$0.07	-0.2%
Flowers Specialty/Premium LF	3,231,768	20.0%	0.0	\$6,675,570	7.1%	0.0	(\$0.25)	-1.8%
Sara Lee Bakery Group Specialty/Premium LF	6,346,824	-8.2%	-0.0	\$15,988,141	-2.9%	-0.0	\$0.14	-1.1%
Ibc Specialty/Premium LF	5,811,094	3.3%	0.0	\$13,596,045	7.7%	0.0	\$0.09	-1.2%
Pepperidge Farm Specialty/Premium LF	17,424,540	-1.1%	-0.0	\$43,329,084	1.0%	-0.0	\$0.05	0.5%
Best Specialty/Premium LF	17,574,686	-9.4%	-0.1	\$50,930,540	-4.8%	-0.2	\$0.14	-1.6%
George Weston Inc Specialty/Premium LF	28,947,874	4.0%	0.1	\$67,727,464	4.3%	0.1	\$0.01	0.3%
Bimbo/Mrs Bairds Specialty/Premium LF	5,335,543	-0.3%	0.0	\$16,208,043	6.7%	0.0	\$0.20	-1.1%
Private Label/Store Brands Specialty/Premium LF	9,720,610	-8.5%	-0.1	\$17,672,856	-2.2%	-0.0	\$0.12	-0.6%
Soft Variety LF	218,338,560	1.9%	0.5	\$374,483,488	6.0%	0.8	\$0.07	0.0%
Flowers Soft Variety LF	21,605,780	6.3%	0.1	\$40,830,400	6.3%	0.1	\$0.00	-0.1%
Sara Lee Bakery Group Soft Variety LF	21,460,846	21.3%	0.3	\$43,638,916	22.1%	0.4	\$0.01	0.0%
Ibc Soft Variety LF	32,178,384	-2.1%	-0.0	\$66,180,732	1.5%	-0.0	\$0.07	0.1%
Bimbo/Mrs Bairds Soft Variety LF	3,850,054	1.1%	0.0	\$6,460,443	-0.9%	-0.0	(\$0.03)	-0.2%
Martins Famous Pastry Shop Inc Soft Variety LF	2,821,073	6.0%	0.0	\$5,274,232	6.1%	0.0	\$0.00	1.9%
Private Label/Store Brands Soft Variety LF	82,626,976	-2.1%	-0.1	\$107,889,992	3.6%	0.1	\$0.07	-0.2%
Sandwich Buns & Rolls	195,381,296	2.1%	0.5	\$277,456,640	3.9%	0.3	\$0.02	0.0%
TOTAL FLOWERS SBR	10,367,168	15.0%	0.1	\$17,018,286	7.9%	0.1	(\$0.11)	-0.3%
TOTAL SARA LEE SBR	14,427,809	3.1%	0.0	\$28,148,044	7.6%	0.1	\$0.08	-0.5%
TOTAL IBC SBR	13,682,633	4.0%	0.1	\$25,554,472	7.7%	0.1	\$0.06	-0.2%
TOTAL PEPPERIDGE FARM SBR	3,399,549	-3.7%	-0.0	\$6,769,329	-2.3%	-0.0	\$0.03	-0.6%
TOTAL BEST SBR	4,272,642	2.1%	0.0	\$8,823,912	4.2%	0.0	\$0.04	-2.2%
TOTAL GEORGE WESTON SBR	6,780,377	4.2%	0.0	\$14,380,740	7.0%	0.0	\$0.06	0.3%
TOTAL BIMBO/MRS BAIRDS SBR	2,599,494	-10.2%	-0.0	\$4,791,087	-7.9%	-0.0	\$0.05	-0.8%
TOTAL MARTINS SBR	3,805,950	3.7%	0.0	\$8,079,860	3.8%	0.0	\$0.00	1.9%
TOTAL STORE BRAND SBR	100,776,376	0.9%	0.1	\$106,529,568	2.7%	0.1	\$0.02	-0.7%
Dinner Bread & Rolls	149,119,520	-3.8%	-0.4	\$259,992,992	-1.0%	-0.3	\$0.05	-0.0%
TOTAL FLOWERS DBR	4,697,528	-0.4%	0.0	\$7,070,430	-4.4%	-0.0	(\$0.06)	-9.2%
TOTAL SARA LEE DBR	5,904,707	-14.7%	-0.1	\$12,612,262	-11.8%	-0.1	\$0.07	-2.1%
TOTAL IBC DBR	7,492,594	-2.8%	-0.0	\$16,936,860	-0.8%	-0.0	\$0.04	-1.8%
TOTAL PEPPERIDGE FARM DBR	2,764,861	-24.0%	-0.1	\$6,035,526	-19.1%	-0.1	\$0.13	-2.5%
TOTAL BEST DBR	2,284,059	-9.6%	-0.0	\$5,710,187	-7.9%	-0.0	\$0.05	-3.0%
TOTAL GEORGE WESTON DBR	2,215,919	-4.8%	-0.0	\$4,548,459	-5.9%	-0.0	(\$0.02)	-3.3%
TOTAL BIMBO/MRS BAIRDS DBR	2,476,880	-11.0%	-0.0	\$6,079,275	-6.9%	-0.0	\$0.11	-1.3%
TOTAL STORE BRAND DBR	80,363,272	-3.8%	-0.2	\$116,564,112	-0.6%	-0.1	\$0.05	0.5%
Breakfast Items	110,609,024	-2.3%	-0.2	\$258,958,080	-0.1%	-0.2	\$0.05	-0.1%
TOTAL FLOWERS BR	1,181,686	34.4%	0.0	\$2,311,233	14.1%	0.0	(\$0.35)	0.0%
TOTAL SARA LEE BR	12,679,963	13.3%	0.1	\$33,669,828	16.2%	0.2	\$0.07	-3.8%
TOTAL IBC BR	2,756,305	-1.3%	-0.0	\$6,061,198	1.2%	-0.0	\$0.05	0.1%
TOTAL PEPPERIDGE FARM BR	9,183,128	7.7%	0.1	\$24,589,800	11.8%	0.1	\$0.10	0.6%
TOTAL BEST BR	41,503,216	-4.0%	-0.1	\$112,317,880	-2.7%	-0.3	\$0.04	-1.0%
TOTAL GEORGE WESTON BR	3,419,529	-16.6%	-0.1	\$8,563,571	-15.5%	-0.1	\$0.03	-1.3%
TOTAL BIMBO/MRS BAIRDS BR	940,489	-11.7%	-0.0	\$2,887,384	-8.6%	-0.0	\$0.10	-0.2%
TOTAL STORE BRAND BR	26,572,844	-6.4%	-0.1	\$40,023,560	-4.3%	-0.1	\$0.03	-1.2%

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Flowers Vs Sub Category Flowers Markets

SOUTH - FOOD								
Latest 12 Weeks ending Dec 1, 2002	Unit Sales	Unit Sales % Change Prior Year	Unit Share Change Prior Year	Dollar Sales	Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior	Avg Weekly ACV Weighted Distribution Change Prior Year
White LF	177,630,016	-0.3%	0.1	\$226,096,528	-1.7%	-0.4	(\$0.02)	-0.1%
Flowers White LF	30,589,582	5.0%	0.4	\$50,272,452	1.6%	0.2	(\$0.05)	0.3%
Sara Lee Bakery Group White LF	20,647,736	-2.6%	-0.1	\$36,596,476	-2.0%	-0.1	\$0.01	0.5%
Ibc White LF	20,569,546	-8.5%	-0.4	\$35,023,704	-8.0%	-0.4	\$0.01	0.6%
Bimbo/Mrs Bairds White LF	9,875,484	-2.2%	-0.0	\$13,579,902	-7.2%	-0.2	(\$0.07)	0.0%
Private Label/Store Brands White LF	84,448,616	1.3%	0.4	\$74,128,200	0.6%	0.1	(\$0.01)	-0.6%
Specialty/Premium LF	23,617,824	-1.5%	-0.1	\$55,436,420	-0.8%	-0.0	\$0.02	-0.6%
Flowers Specialty/Premium LF	2,547,803	34.1%	0.2	\$4,818,906	14.9%	0.1	(\$0.32)	-1.6%
Sara Lee Bakery Group Specialty/Premium LF	2,137,186	-5.2%	-0.0	\$5,365,731	-2.6%	-0.0	\$0.07	-2.1%
Ibc Specialty/Premium LF	585,701	-6.3%	-0.0	\$1,269,578	-3.8%	-0.0	\$0.06	-0.6%
Pepperidge Farm Specialty/Premium LF	6,758,214	-5.0%	-0.1	\$16,899,032	-2.4%	-0.1	\$0.07	-1.5%
Best Specialty/Premium LF	2,060,488	-10.4%	-0.1	\$5,312,588	-8.4%	-0.1	\$0.06	-2.0%
George Weston Inc Specialty/Premium LF	6,327,519	1.6%	0.0	\$15,413,759	2.4%	0.1	\$0.02	2.0%
Private Label/Store Brands Specialty/Premium LF	1,147,417	-10.9%	-0.0	\$1,980,292	-9.2%	-0.0	\$0.03	-1.1%
Soft Variety LF	76,338,128	0.9%	0.3	\$124,379,840	3.3%	0.7	\$0.04	-0.0%
Flowers Soft Variety LF	21,367,118	6.4%	0.3	\$40,393,316	6.4%	0.4	(\$0.00)	0.4%
Sara Lee Bakery Group Soft Variety LF	7,559,393	16.5%	0.3	\$13,922,702	15.8%	0.3	(\$0.01)	0.7%
Ibc Soft Variety LF	10,424,614	-1.1%	-0.0	\$18,830,632	1.5%	0.1	\$0.05	0.7%
Bimbo/Mrs Bairds Soft Variety LF	3,618,115	0.5%	0.0	\$6,011,863	-1.8%	-0.0	(\$0.04)	-0.6%
Martins Famous Pastry Shop Inc Soft Variety LF	1,286,000	6.1%	0.0	\$2,473,339	9.0%	0.0	\$0.05	3.3%
Private Label/Store Brands Soft Variety LF	24,264,616	-8.0%	-0.5	\$28,665,822	-6.5%	-0.3	\$0.02	-0.6%
Sandwich Buns & Rolls	78,221,976	2.3%	0.5	\$101,606,992	2.6%	0.5	\$0.00	0.0%
TOTAL FLOWERS SBR	10,107,637	15.2%	0.3	\$16,608,198	7.7%	0.2	(\$0.11)	-0.2%
TOTAL SARA LEE SBR	6,709,926	-2.4%	-0.0	\$11,931,750	0.0%	0.0	\$0.04	-3.0%
TOTAL IBC SBR	5,457,677	5.1%	0.1	\$9,478,072	8.1%	0.1	\$0.05	0.2%
TOTAL PEPPERIDGE FARM SBR	1,728,555	-9.4%	-0.0	\$3,446,553	-7.9%	-0.0	\$0.03	-1.9%
TOTAL BEST SBR	289,479	-14.8%	-0.0	\$562,224	-13.6%	-0.0	\$0.03	-8.1%
TOTAL GEORGE WESTON SBR	1,396,462	3.0%	0.0	\$2,792,471	3.9%	0.0	\$0.02	-0.1%
TOTAL BIMBO/MRS BAIRDS SBR	1,753,286	-17.4%	-0.1	\$3,025,247	-15.9%	-0.1	\$0.03	-0.8%
TOTAL MARTINS SBR	1,336,386	11.8%	0.0	\$2,845,125	12.2%	0.1	\$0.01	3.3%
TOTAL STORE BRAND SBR	41,105,828	0.1%	0.1	\$39,526,120	0.8%	0.1	\$0.01	-0.9%
Dinner Bread & Rolls	43,005,264	-4.5%	-0.4	\$69,361,368	-2.8%	-0.3	\$0.03	-0.0%
TOTAL FLOWERS DBR	3,943,670	4.7%	0.0	\$5,960,012	-0.6%	-0.0	(\$0.08)	-2.2%
TOTAL SARA LEE DBR	3,173,332	-13.8%	-0.1	\$6,488,608	-10.9%	-0.1	\$0.07	-1.8%
TOTAL IBC DBR	1,603,825	4.8%	0.0	\$3,063,671	8.7%	0.0	\$0.07	-1.0%
TOTAL PEPPERIDGE FARM DBR	1,609,023	-22.4%	-0.1	\$3,526,666	-19.1%	-0.1	\$0.09	-3.3%
TOTAL BEST DBR	368,095	-16.3%	-0.0	\$780,424	-15.9%	-0.0	\$0.01	-4.5%
TOTAL BIMBO/MRS BAIRDS DBR	519,321	-18.0%	-0.0	\$953,047	-17.2%	-0.0	\$0.02	-1.9%
TOTAL STORE BRAND DBR	22,819,840	-5.1%	-0.3	\$29,439,072	-3.8%	-0.2	\$0.02	-0.4%
Breakfast Items	26,465,778	-6.6%	-0.4	\$64,633,496	-4.9%	-0.5	\$0.04	-0.2%
TOTAL FLOWERS BR	1,181,035	34.4%	0.1	\$2,309,858	14.1%	0.0	(\$0.35)	0.6%
TOTAL SARA LEE BR	3,217,014	-2.2%	-0.0	\$8,532,438	2.9%	0.0	\$0.13	-3.6%
TOTAL IBC BR	535,921	-3.1%	-0.0	\$1,178,474	-3.4%	-0.0	(\$0.01)	-1.1%
TOTAL PEPPERIDGE FARM BR	2,678,892	2.8%	0.0	\$7,318,591	8.9%	0.1	\$0.15	-1.6%
TOTAL BEST BR	10,540,331	-9.7%	-0.3	\$29,290,972	-8.0%	-0.4	\$0.05	-1.4%
TOTAL GEORGE WESTON BR	1,352,823	-19.9%	-0.1	\$3,631,076	-16.9%	-0.1	\$0.10	-0.8%
TOTAL BIMBO/MRS BAIRDS BR	101,843	-8.8%	-0.0	\$231,094	-7.9%	-0.0	\$0.02	-2.1%
TOTAL STORE BRAND BR	4,673,585	-9.4%	-0.1	\$7,371,029	-6.0%	-0.1	\$0.06	-1.4%

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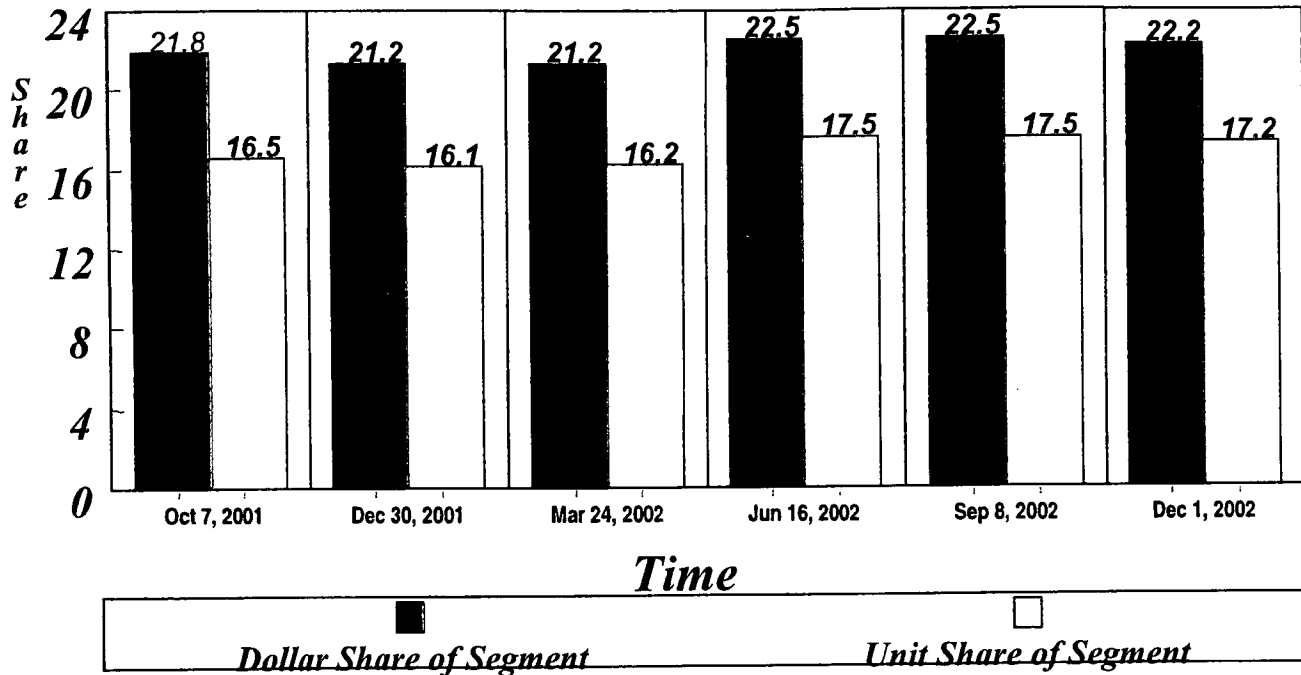
Share Review Trend

- Reviewing five twelve week time frames from October 7, 2001-December 01, 2002 comparing Share trends in the Market called South and Wal* Mart Mass
 - White Loaf we gained unit and dollar share in the South Market in Wal*Mart we lost 2.2 share points in dollars and 1.3 share points in units. (Page 11)
 - Soft Variety we gained 1.4 share points in dollars and 2 share points in units in the South Market. In Wal* Mart we lost 3.7 share points in dollars and 2 share points in units. Price reductions without equal gains in unit sales or product mix could be the cause. (Page 12)
 - Specialty we gained share in both dollars and units in the South Market, units + 2.5 points and dollars + 1 point. In Wal*Mart we also gained share dollars +0.3 and units +0.8 point. (Page 13)
 - Sandwich Buns and Sandwich Rolls we share points in both units and dollars in the South Market and Wal* Mart. Our share in Wal*Mart increased 5.2 points in dollars and 3.7 share points in units. (page 14)
 - Dinner Breads and Rolls we gained unit and dollar share in both outlets, Wal*Mart more so than the South Market. Wal*Mart + 2 points in dollars and units. South up 0.5 points in dollars and 1.4 points in units. (Page 15)
 - Breakfast segment gains for the South Market were not as good as Wal* Mart but we did gain. Wal*Mart +1.6 Dollars and 1.7 in units. South + 0.5 in Dollars and 1.3 in units. (Page 16)

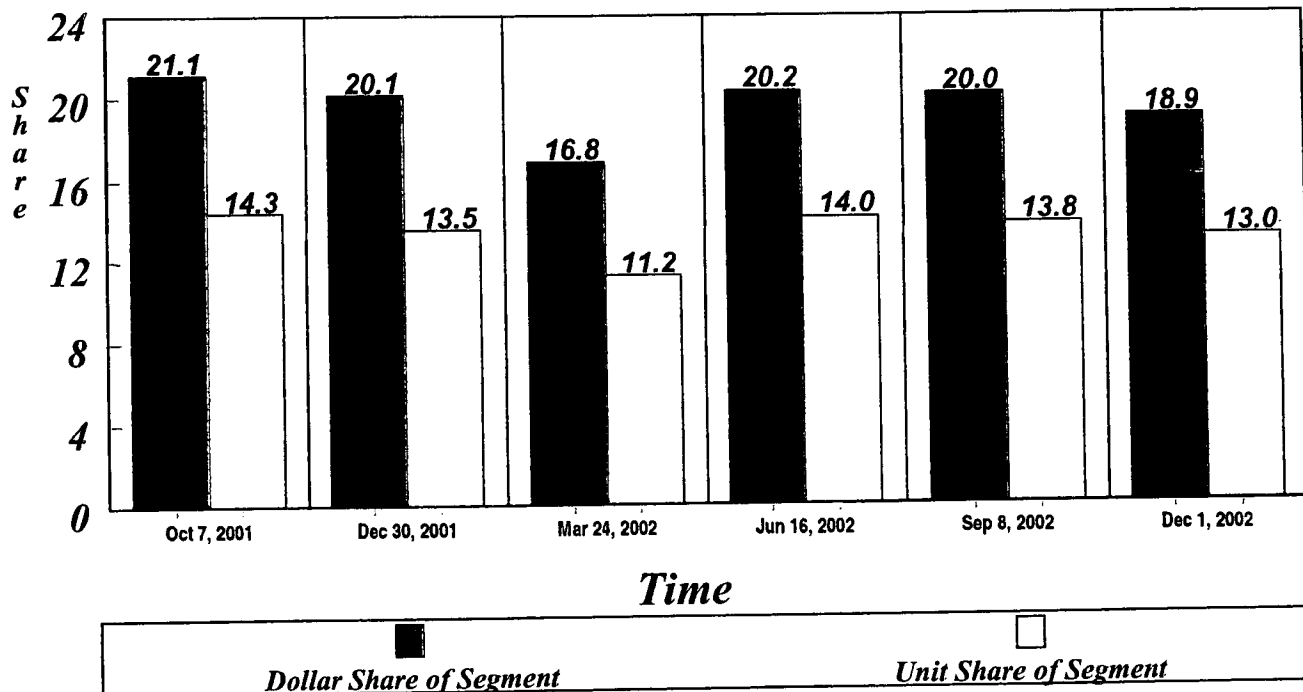
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Flowers White LF SOUTH - FOOD

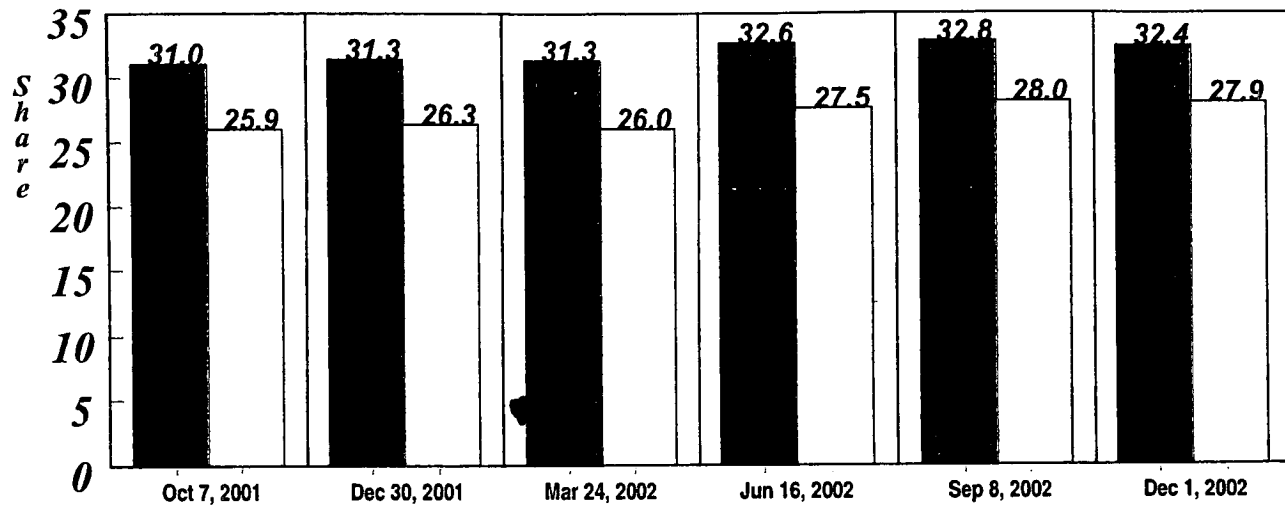


Flowers White LF WAL*MART TOTAL - MASS MERCH



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Flowers Soft Variety LF SOUTH - FOOD

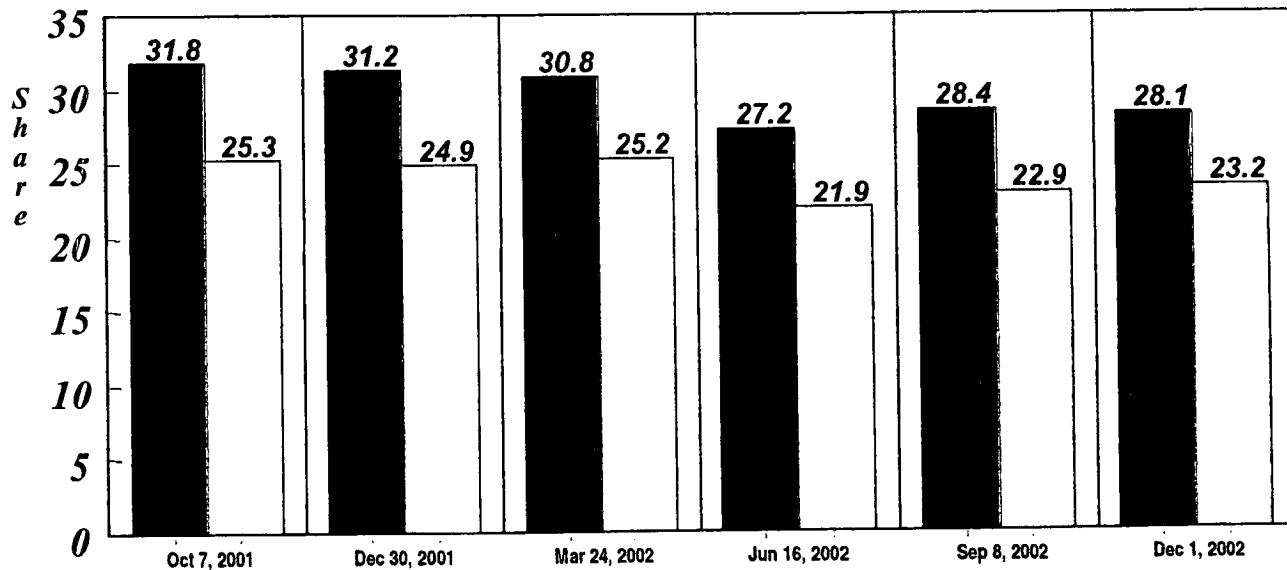


Time

Dollar Share of Segment

Unit Share of Segment

Flowers Soft Variety LF WAL*MART TOTAL - MASS MERCH



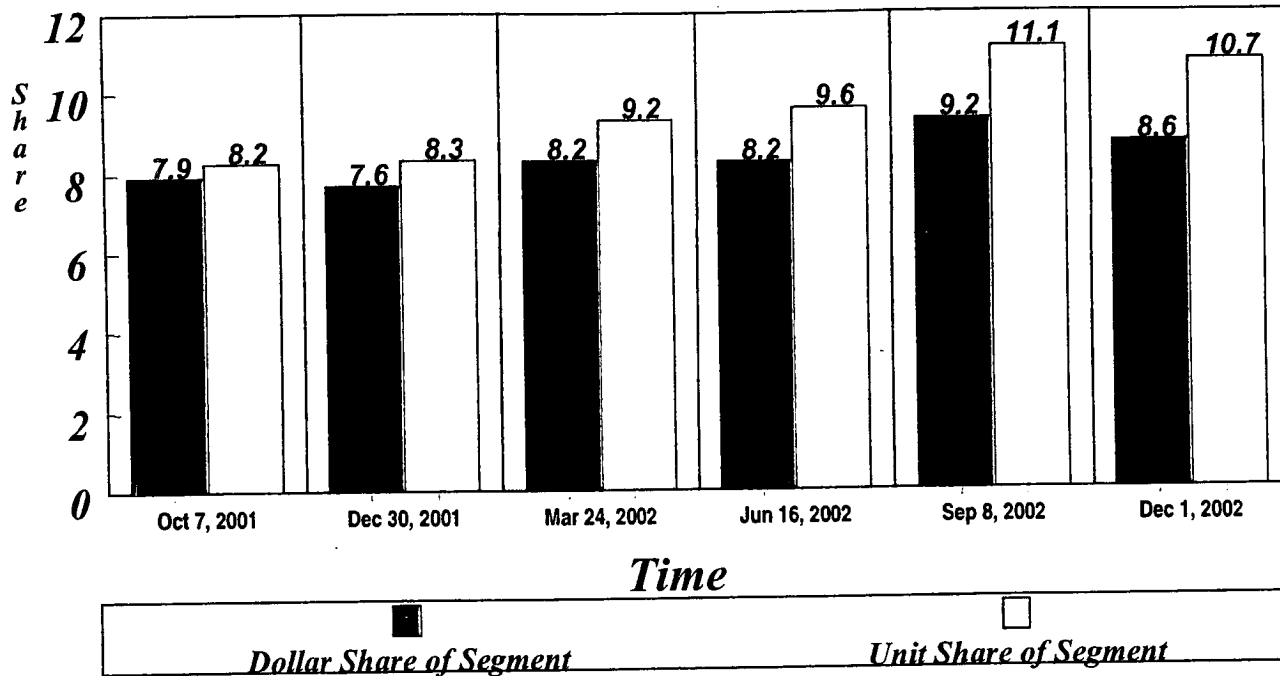
Time

Dollar Share of Segment

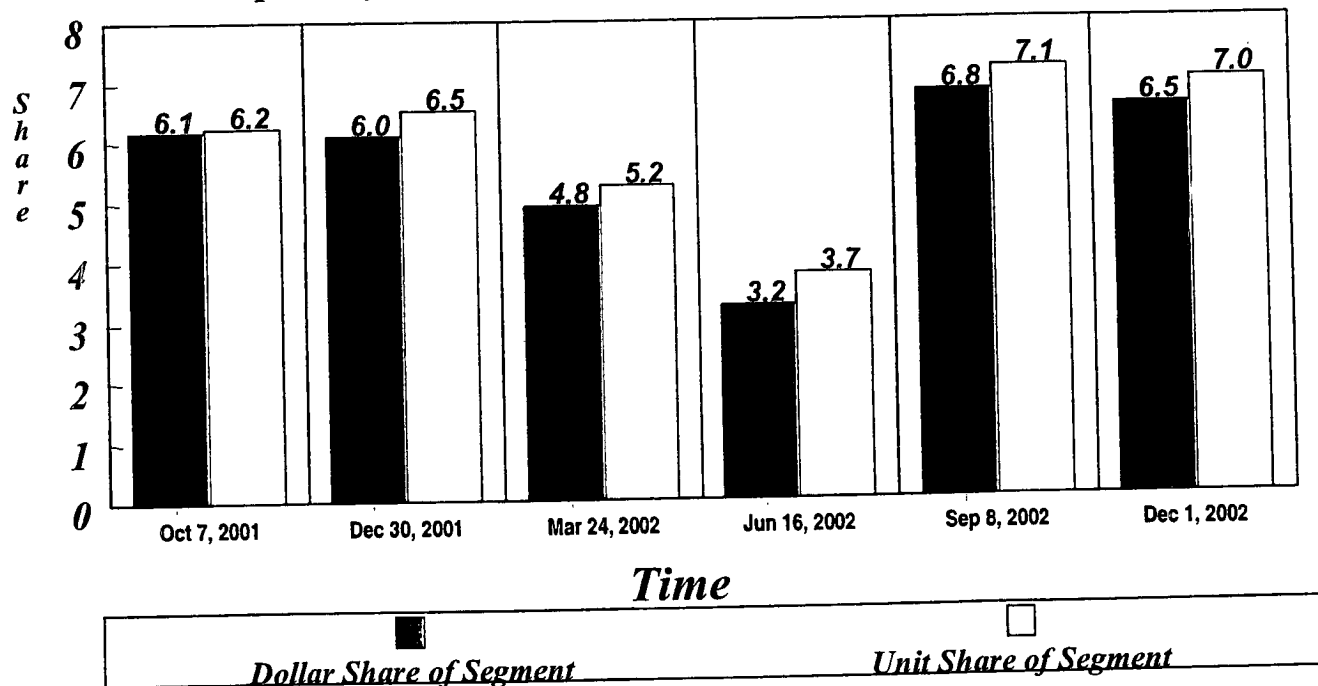
Unit Share of Segment

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Flowers Specialty/Premium LF SOUTH - FOOD



Flowers Specialty/Premium LF WAL*MART TOTAL - MASS MERCH

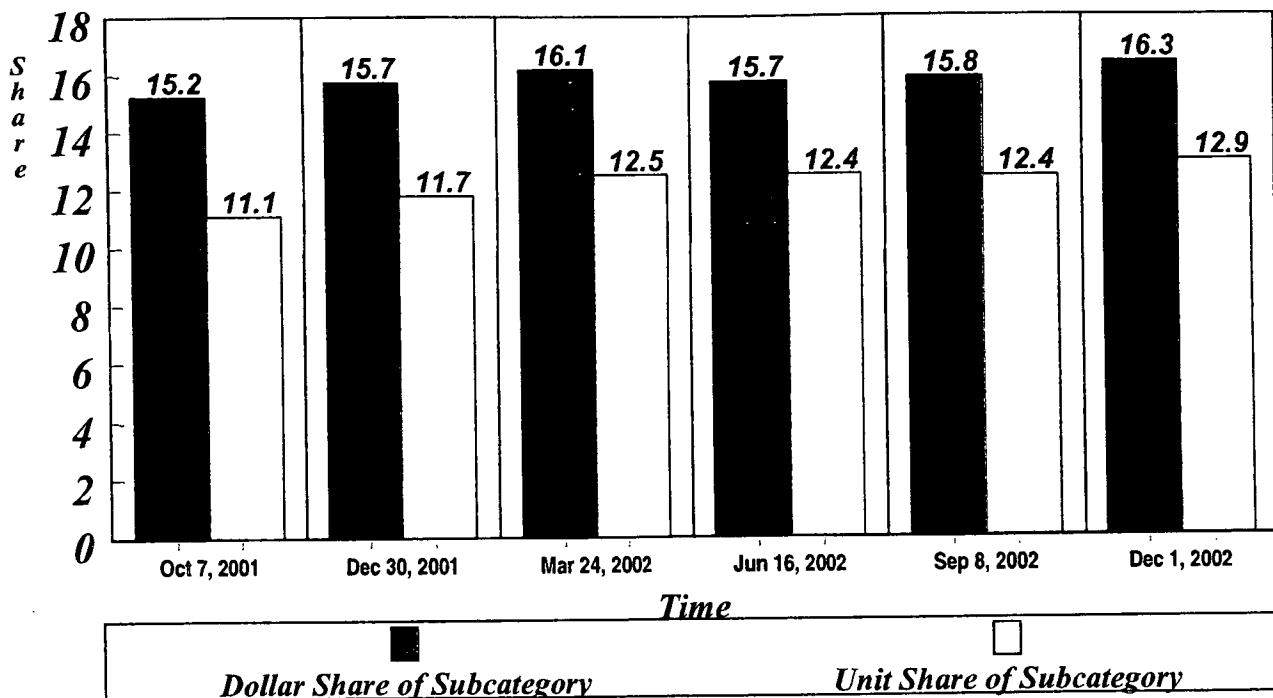


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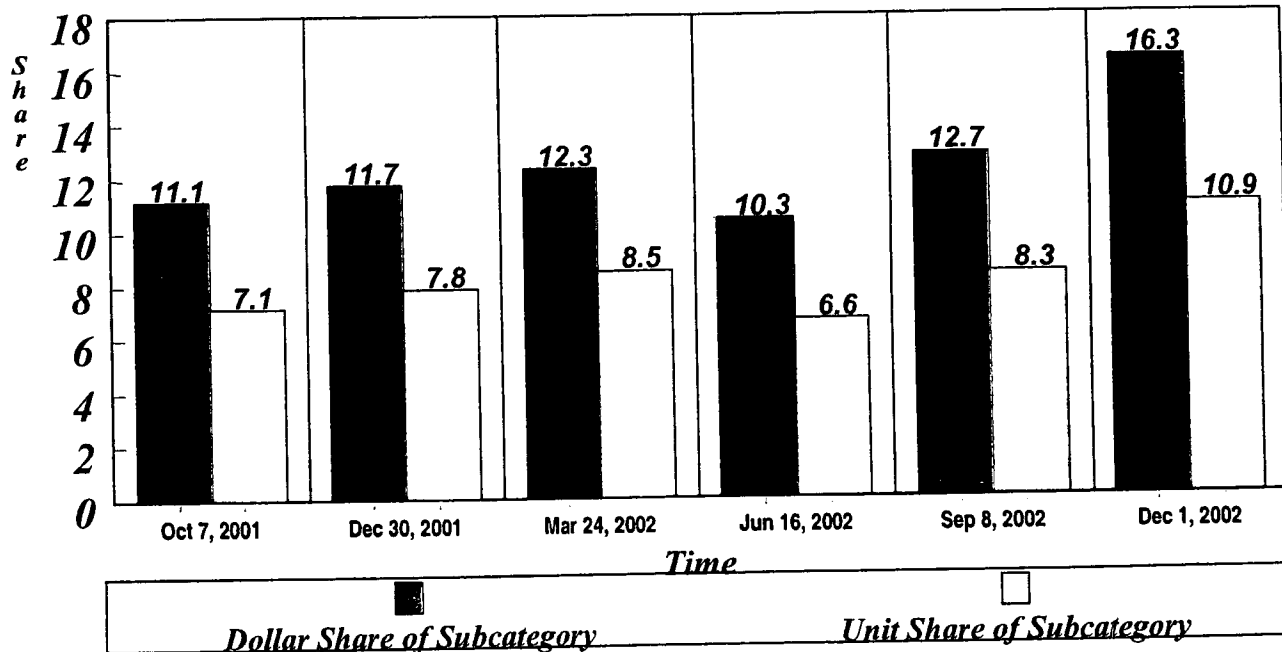
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TOTAL FLOWERS SBR SOUTH - FOOD

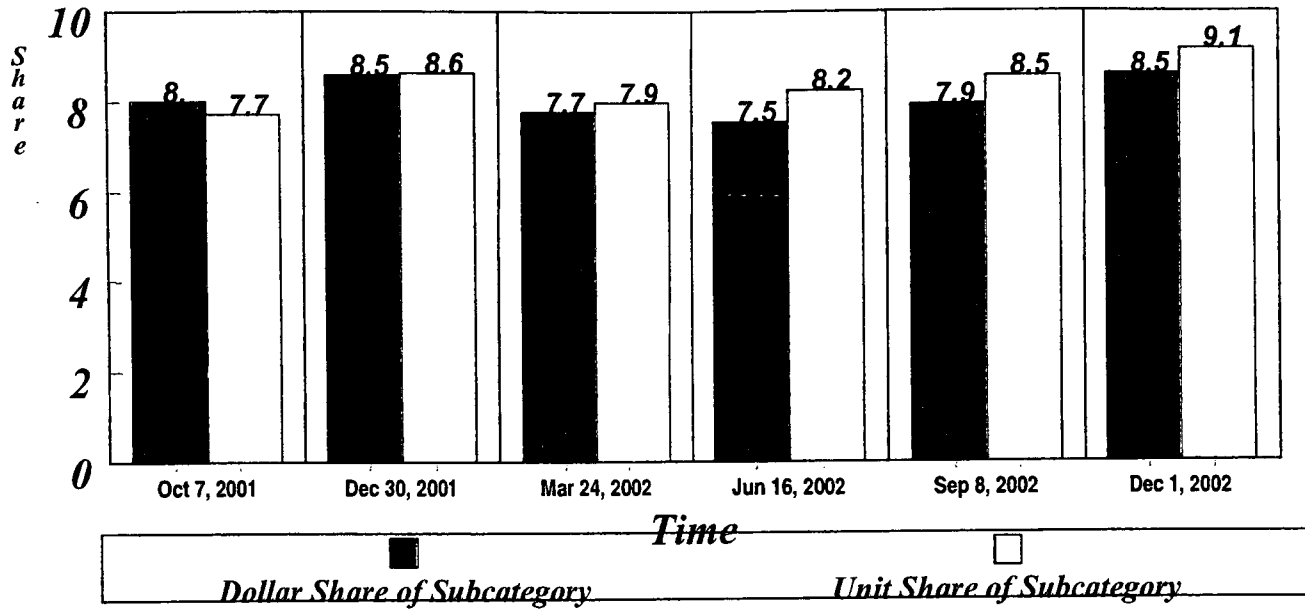


TOTAL FLOWERS SBR WAL*MART TOTAL - MASS MERCH

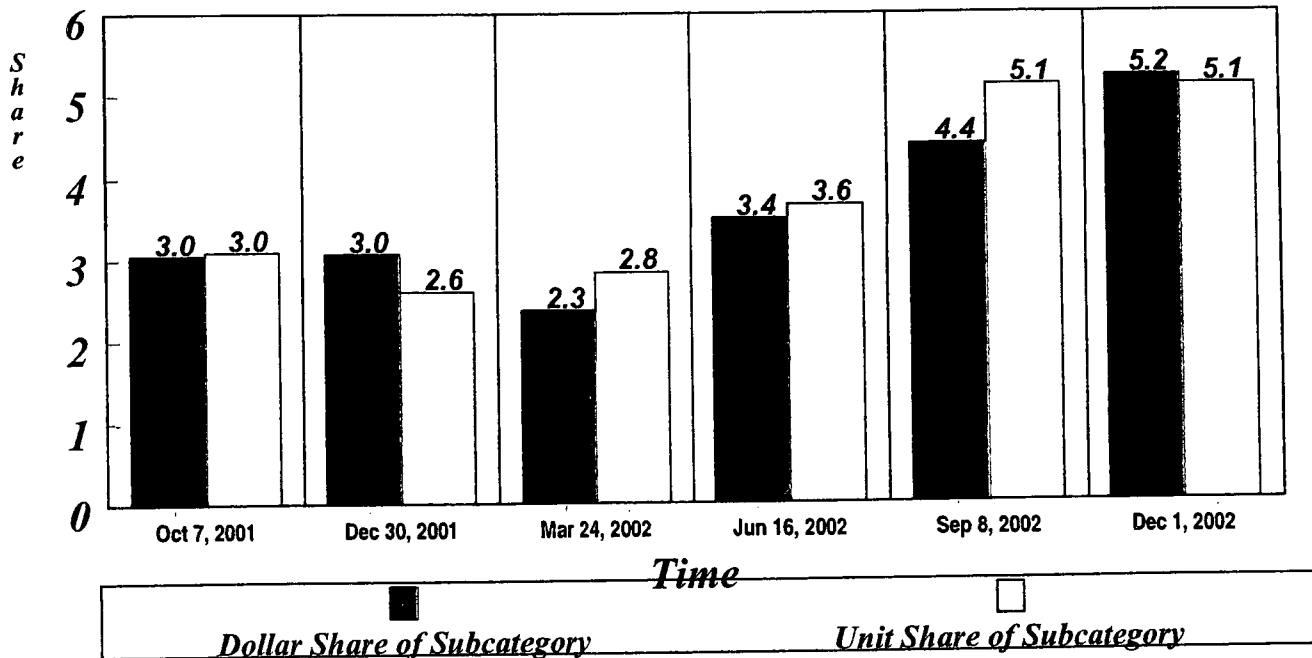


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TOTAL FLOWERS DBR SOUTH - FOOD

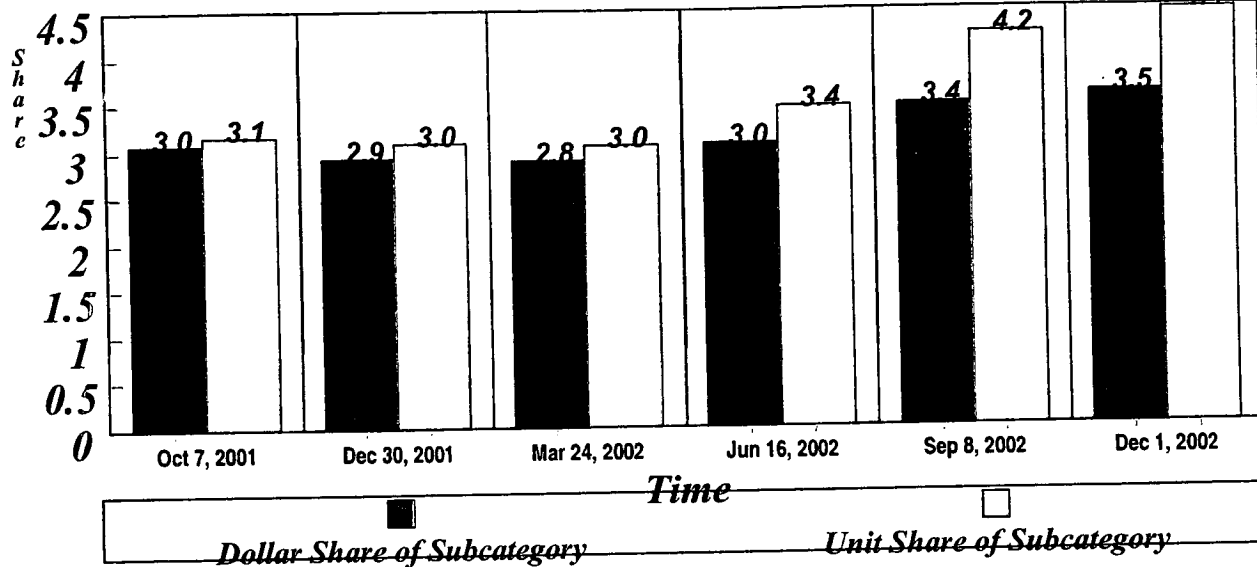


TOTAL FLOWERS DBR WAL*MART TOTAL - MASS MERCH

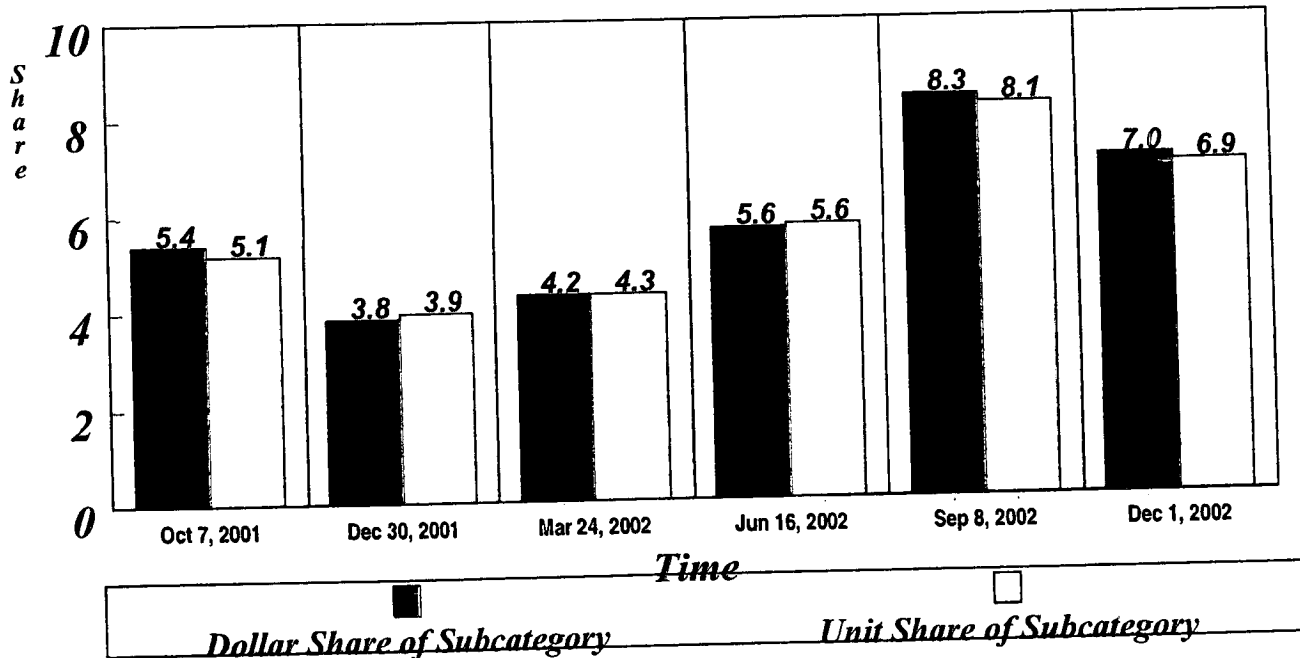


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TOTAL FLOWERS BR SOUTH - FOOD



TOTAL FLOWERS BR WAL*MART TOTAL - MASS MERCH



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Summary By Region

- Region 1 Scott (Page 18)
 - Category units were down 1.4% and dollars decreased 1.5%.
 - Flowers performed better, units +9.6%, dollars +8.2%.
 - Flowers gained both unit and dollar share in this market.
- Region 2 Davis (Page 18)
 - Category units decreased 1.6%, dollars decreased 3.4%.
 - Flowers performed better than the market, units +7.2%, dollars + 5.6%.
 - Flowers' avg. price decreased 0.02.
- Region 3 Tashie (Page 19)
 - Category units decreased 0.4% and dollars decreased 0.4%.
 - Flowers performed better than the market units increased 3.7%, dollars increased 0.8%.
 - Flowers avg. price decreased \$0.05 most of which could be EDLP Cobblestone Mill.
- Region 4 (Page 19)
 - Category units decreased 0.9% and 1.8% in dollars.
 - Average price declined \$0.02.
 - Flowers' performance was better than the market in units, +1.5% gaining unit share. Dollars declined - 2.5%.
 - Flowers' avg. price declined 0.07.

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Flowers Vs Category Performance

Flowers Sales Region 1 D. Scott

Latest 12 Weeks ending Dec 1, 2002	Unit Sales	Unit Sales % Change Prior Year	Unit Share Change Prior Year	Dollar Sales	Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior	Avg Weekly ACV Weighted Distribution Change Prior Year
FRESH PACKAGED BREADS	70,467,480.	-1.4%	0.0	\$111,293,272.	-1.5%	0.0	(\$.00)	0.0%
TOTAL FLOWERS	15,734,950.	9.6%	2.2	\$28,821,236.	8.2%	2.3	(\$.02)	0.1%
TOTAL SARA LEE	2,476,296.	-7.4%	-0.2	\$4,804,472.	-3.7%	-0.1	\$.07	-3.4%
TOTAL IBC	8,814,297.	-6.4%	-0.7	\$15,155,863.	-6.6%	-0.7	(\$.00)	0.4%
TOTAL BEST	3,018,975.	-12.1%	-0.5	\$8,168,543.	-11.1%	-0.8	\$.03	-1.1%
TOTAL PEPPERIDGE FARM	3,301,831.	-4.6%	-0.2	\$7,832,758.	-1.9%	-0.0	\$.06	-0.1%
TOTAL GEORGE WESTON	3,062,307.	-3.2%	-0.1	\$7,176,927.	-1.5%	0.0	\$.04	0.5%
TOTAL MARTINS	589,295.	31.1%	0.2	\$1,178,347.	38.1%	0.3	\$.10	10.0%
TOTAL QBA	450,655.	9.3%	0.1	\$644,056.	5.3%	0.0	(\$.05)	2.9%
TOTAL STORE BRAND	26,462,102.	-4.3%	-1.1	\$26,066,532.	-5.9%	-1.1	(\$.02)	-0.5%
TOTAL ALL OTHER VENDORS	6,448,721.	1.4%	0.2	\$11,298,109.	-1.5%	0.0	(\$.05)	0.4%

Flowers Sales Region 2 G. Davis

Latest 12 Weeks ending Dec 1, 2002	Unit Sales	Unit Sales % Change Prior Year	Unit Share Change Prior Year	Dollar Sales	Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior	Avg Weekly ACV Weighted Distribution Change Prior Year
FRESH PACKAGED BREADS	83,005,776.	-1.6%	0.0	\$110,905,944.	-3.4%	0.0	(\$.02)	-0.0%
TOTAL FLOWERS	11,079,687.	7.2%	1.1	\$17,313,666.	5.6%	1.3	(\$.02)	-0.7%
TOTAL SARA LEE	11,000,858.	0.6%	0.3	\$21,251,538.	0.2%	0.7	(\$.01)	-0.8%
TOTAL IBC	1,714,801.	-1.0%	0.0	\$3,059,311.	6.7%	0.3	\$.13	-1.7%
TOTAL BEST	2,650,380.	-7.0%	-0.2	\$6,733,386.	-5.8%	-0.2	\$.03	-5.1%
TOTAL PEPPERIDGE FARM	1,287,158.	-12.7%	-0.2	\$3,155,212.	-9.2%	-0.2	\$.09	-0.4%
TOTAL BIMBO/MRS BAIRDS	12,513,278.	-7.9%	-1.0	\$18,781,198.	-11.0%	-1.4	(\$.05)	-0.7%
TOTAL GEORGE WESTON	146,367.	-1.1%	0.0	\$413,049.	-0.5%	0.0	\$.02	-2.1%
TOTAL LEWIS	250,427.	-20.3%	-0.1	\$359,756.	-11.5%	-0.0	\$.14	0.1%
TOTAL STORE BRAND	39,473,252.	-1.8%	-0.1	\$35,061,332.	-4.5%	-0.4	(\$.02)	-1.2%
TOTAL ALL OTHER VENDORS	2,889,571.	3.7%	0.2	\$4,777,497.	-5.9%	-0.1	(\$.17)	-1.6%

Source IRI

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Flowers Vs Category Performance

Flowers Sales Region 3 J. Tashie

		Unit Sales % Change Prior Year	Unit Share Change Prior Year		Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior	Avg Weekly ACV Weighted Distribution Change Prior Year
Latest 12 Weeks ending Dec 1, 2002	Unit Sales			Dollar Sales				
FRESH PACKAGED BREADS	66,268,632	-0.4%	0.0	\$107,341,240	-0.4%	0.0	\$.00	0.0%
TOTAL FLOWERS	10,292,555	3.7%	0.6	\$18,756,438	0.8%	0.2	(\$.05)	0.0%
TOTAL SARA LEE	8,657,806	1.6%	0.3	\$16,477,293	3.5%	0.6	\$.03	6.1%
TOTAL IBC	8,760,443	-12.9%	-1.9	\$15,951,421	-10.3%	-1.6	\$.05	0.7%
TOTAL BEST	2,082,908	-11.5%	-0.4	\$5,721,974	-8.2%	-0.5	\$.10	2.7%
TOTAL PEPPERIDGE FARM	2,116,291	-6.6%	-0.2	\$5,153,876	-2.6%	-0.1	\$.10	-2.8%
TOTAL GEORGE WESTON	1,612,802	-3.8%	-0.1	\$3,823,582	-3.7%	-0.1	\$.00	3.9%
TOTAL MARTINS	803,573	2.6%	0.0	\$1,665,969	3.6%	0.1	\$.02	4.3%
TOTAL DERST	861,042	-6.2%	-0.1	\$1,750,596	-0.7%	-0.0	\$.11	0.6%
TOTAL STORE BRAND	27,860,048	3.9%	1.8	\$31,508,754	4.5%	1.4	\$.01	0.1%
TOTAL ALL OTHER VENDORS	3,168,662	-0.8%	-0.0	\$6,438,103	1.7%	0.1	\$.05	-0.6%

Flowers Sales Region 4 B. Hocutt

		Unit Sales % Change Prior Year	Unit Share Change Prior Year		Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior	Avg Weekly ACV Weighted Distribution Change Prior Year
Latest 12 Weeks ending Dec 1, 2002	Unit Sales			Dollar Sales				
FRESH PACKAGED BREADS	38,912,472	-0.9%	0.0	\$61,785,600	-1.8%	0.0	(\$.02)	0.0%
TOTAL FLOWERS	9,145,590	1.5%	0.5	\$16,543,850	-2.5%	-0.2	(\$.07)	0.5%
TOTAL SARA LEE	6,186,328	2.8%	0.6	\$12,669,100	5.1%	1.4	\$.05	0.1%
TOTAL IBC	1,204,812	-6.4%	-0.2	\$2,020,734	-12.0%	-0.4	(\$.11)	1.6%
TOTAL BEST	831,320	-18.4%	-0.5	\$2,299,502	-17.2%	-0.7	\$.04	-4.4%
TOTAL PEPPERIDGE FARM	901,002	-8.8%	-0.2	\$2,169,930	-5.0%	-0.1	\$.10	-3.0%
TOTAL GEORGE WESTON	718,052	-11.8%	-0.2	\$1,718,719	-10.7%	-0.3	\$.03	-1.6%
TOTAL QBA	117,241	-34.6%	-0.2	\$190,065	-33.1%	-0.1	\$.04	-0.5%
TOTAL LEWIS	652,330	-2.6%	-0.0	\$1,061,609	-2.7%	-0.0	(\$.00)	0.5%
TOTAL STORE BRAND	17,478,854	0.4%	0.6	\$19,835,440	1.7%	1.1	\$.01	0.0%
TOTAL ALL OTHER VENDORS	1,622,205	-10.0%	-0.4	\$3,172,692	-12.7%	-0.6	(\$.06)	-0.3%

Source IRI

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Segment Summary By Region

Region 1 page 21

- White
 - Market units- 18%, \$- 26%, price- 001
 - Flowers' units +4.8%, \$ +5.8%, price +0.02
- Specialty
 - Market units +0.8%, \$ +0.2%, price- 001
 - Flowers units +54.5%, \$ +21.6%, price- 045
- Soft Variety
 - Market units- 07%, \$ +1.7%, price +0.04
 - Flowers' units +5.2%, \$ +6.7%, price +0.03
- SBR
 - Market units---- %\$ +1.9%, price +0.03
 - Flowers' units +21.6%, \$+14.3%, price- 011
- DBR
 - Market units +2.5%, \$- 04%, price- 004
 - Flowers' units +10.8%, \$ +6.9%, price- 006
- Breakfast
 - Market units- 86%, \$ 93%, price- 002
 - Flowers' units +61.9%, \$+34.0%, price- 041

• Region 2 Page 22

- White
 - Market units -0.2%, \$- 43%, price- 005
 - Flowers units- 18%, \$- 7.7%, price- 008
- Specialty
 - Market units- 62%, \$ 41%, price +0.06
 - Flowers' units- 45%, \$- 13%, price +0.08
- Soft Variety
 - Market units +1.0%, \$+3.1%, price +0.03
 - Flowers' units +13.0%, \$ +14.7%, price +0.03
- SBR
 - Market units +0.1%, \$ 08%, price- 001
 - Flowers' units +18.6%, \$+12.2%, price- 009
- DBR
 - Market units- 83%, \$- 11.7%, price- 006
 - Flowers' units +16.5%, \$ +9.3%, price- 009
- Breakfast
 - Market units- 98%, \$- 80%, price +0.05
 - Flowers' units +28.4%, \$ 14.7%, price- 026

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Flowers Vs Sub Category Region 1

Flowers Sales Region 1 D. Scott								
Latest 12 Weeks ending Dec 1, 2002	Unit Sales	Unit Sales % Change Prior Year	Unit Share Change Prior Year	Dollar Sales	Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior	Avg Weekly ACV Weighted Distribution Change Prior Year
White LF	26,514,710	-1.8%	-0.2	\$36,180,012	-2.6%	-0.3	(\$01)	-0.3%
Flowers White LF	7,504,132	4.8%	0.6	\$13,633,379	5.8%	0.8	\$02	1.3%
Sara Lee Bakery Group White LF	1,140,492	-7.8%	-0.1	\$2,034,613	-4.5%	-0.1	\$06	0.5%
Ibc White LF	4,014,774	-11.2%	-0.6	\$6,804,365	-12.3%	-0.8	(\$02)	-0.1%
Private Label/Store Brands White LF	12,599,954	-1.9%	-0.1	\$11,630,857	-4.7%	-0.3	(\$03)	-1.0%
Specialty/Premium LF	5,440,304	0.8%	0.2	\$12,467,536	0.2%	0.2	(\$01)	0.7%
Flowers Specialty/Premium LF	622,632	54.5%	0.3	\$1,025,825	21.6%	0.2	(\$45)	1.3%
Sara Lee Bakery Group Specialty/Premium LF	110,710	-9.1%	-0.0	\$285,428	-3.8%	-0.0	\$14	0.3%
Ibc Specialty/Premium LF	150,615	-20.9%	-0.1	\$304,993	-21.0%	-0.1	(\$00)	-3.9%
Pepperidge Farm Specialty/Premium LF	1,914,598	-2.2%	-0.0	\$4,651,171	-0.4%	0.0	\$04	-0.1%
Best Specialty/Premium LF	132,296	10.1%	0.0	\$417,935	14.3%	0.1	\$12	-0.3%
George Weston Inc Specialty/Premium LF	2,050,544	-0.5%	0.0	\$4,907,384	1.3%	0.1	\$04	0.5%
Private Label/Store Brands Specialty/Premium LF	111,437	111.2%	0.1	\$148,064	22.7%	0.0	(\$96)	7.3%
Soft Variety LF	12,489,630	-0.7%	0.1	\$20,671,564	1.7%	0.6	\$04	-0.1%
Flowers Soft Variety LF	4,219,826	5.2%	0.4	\$8,458,500	6.7%	0.6	\$03	1.2%
Sara Lee Bakery Group Soft Variety LF	464,554	9.9%	0.1	\$919,814	7.1%	0.1	(\$05)	0.6%
Ibc Soft Variety LF	2,879,738	-2.2%	-0.0	\$4,900,244	-1.9%	-0.0	\$01	-0.0%
Martins Famous Pastry Shop Inc Soft Variety LF	148,316	-3.7%	-0.0	\$268,858	13.1%	0.0	\$27	9.9%
Private Label/Store Brands Soft Variety LF	3,771,465	-10.2%	-0.5	\$4,314,762	-9.3%	-0.3	\$01	-2.9%
Sandwich Buns & Rolls	13,619,410	-0.0%	0.3	\$17,794,382	1.9%	0.5	\$03	0.0%
TOTAL FLOWERS SBR	2,392,417	21.6%	0.6	\$4,014,936	14.3%	0.5	(\$11)	0.3%
TOTAL SARA LEE SBR	395,757	-15.6%	-0.1	\$730,228	-9.6%	-0.1	\$12	-7.5%
TOTAL IBC SBR	1,356,781	0.4%	0.0	\$2,271,793	3.3%	0.1	\$05	-0.2%
TOTAL PEPPERIDGE FARM SBR	612,012	-2.4%	-0.0	\$1,211,685	-0.1%	0.0	\$05	-0.4%
TOTAL GEORGE WESTON SBR	552,551	2.7%	0.0	\$1,079,820	4.2%	0.1	\$03	0.7%
TOTAL MARTINS SBR	116,857	40.1%	0.0	\$250,686	39.3%	0.1	(\$01)	9.9%
TOTAL STORE BRAND SBR	6,060,635	-8.1%	-0.6	\$5,600,705	-6.8%	-0.3	\$01	-1.0%
Dinner Bread & Rolls	6,319,359	2.3%	0.3	\$9,774,310	-0.4%	0.1	(\$04)	0.0%
TOTAL FLOWERS DBR	707,334	10.8%	0.1	\$1,117,058	6.9%	0.1	(\$06)	-0.6%
TOTAL SARA LEE DBR	238,887	-18.6%	-0.1	\$506,607	-14.0%	-0.1	\$11	-0.5%
TOTAL IBC DBR	254,764	3.7%	0.0	\$492,101	6.4%	0.0	\$05	-0.9%
TOTAL PEPPERIDGE FARM DBR	256,018	-18.8%	-0.1	\$551,477	-16.3%	-0.1	\$07	-3.9%
TOTAL BEST DBR	132,475	-3.2%	-0.0	\$248,046	-6.0%	-0.0	(\$05)	-0.7%
TOTAL STORE BRAND DBR	2,940,849	-0.4%	0.0	\$3,145,049	-8.5%	-0.2	(\$09)	-2.9%
Breakfast Items	6,084,066	-8.6%	-0.7	\$14,405,468	-9.3%	-1.1	(\$02)	-0.2%
TOTAL FLOWERS BR	288,609	61.9%	0.2	\$571,538	34.0%	0.1	(\$41)	7.5%
TOTAL SARA LEE BR	125,895	-4.8%	-0.0	\$327,782	6.1%	0.0	\$27	-4.0%
TOTAL IBC BR	157,625	-4.0%	-0.0	\$382,368	-8.8%	-0.0	(\$13)	-1.1%
TOTAL PEPPERIDGE FARM BR	519,203	-7.3%	-0.0	\$1,418,425	-1.9%	-0.0	\$15	-0.2%
TOTAL BEST BR	2,718,577	-12.1%	-0.5	\$7,425,189	-11.6%	-0.8	\$02	-1.0%
TOTAL GEORGE WESTON BR	442,069	-19.6%	-0.1	\$1,156,542	-15.8%	-0.2	\$12	0.5%
TOTAL STORE BRAND BR	977,762	-2.4%	-0.0	\$1,227,097	3.4%	0.1	\$07	-3.2%

Source IRI

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Flowers Vs Sub Category Region 2

Flowers Sales Region 2 G. Davis								
Latest 12 Weeks ending Dec 1, 2002	Unit Sales	Unit Sales % Change Prior Year	Unit Share Change Prior Year	Dollar Sales	Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior Year	Avg Weekly ACV Weighted Distribution
White LF	34,833,980.	-0.2%	0.6	\$36,803,428.	-4.3%	-0.3	(\$0.05)	0.0%
Flowers White LF	4,255,349.	-1.8%	-0.0	\$5,486,843.	-7.7%	-0.2	(\$0.08)	-0.5%
Sara Lee Bakery Group White LF	3,828,089.	6.3%	0.3	\$6,169,425.	5.4%	0.5	(\$0.01)	-0.4%
Ibc White LF	900,593.	4.3%	0.1	\$1,487,651.	13.3%	0.2	\$0.13	0.6%
Bimbo/Mrs Bairds White LF	7,739,484.	-5.6%	-0.4	\$10,580,287.	-10.7%	-0.8	(\$0.08)	-1.0%
Private Label/Store Brands White LF	17,258,720.	0.4%	0.4	\$12,401,596.	-4.2%	-0.1	(\$0.03)	-0.9%
Specialty/Premium LF	3,701,112.	-6.2%	-0.2	\$9,195,673.	-4.1%	-0.1	\$0.06	-1.6%
Flowers Specialty/Premium LF	232,430.	-4.5%	-0.0	\$565,789.	-1.3%	0.0	\$0.08	-2.2%
Sara Lee Bakery Group	683,433.	-2.5%	-0.0	\$1,755,960.	-0.4%	0.0	\$0.05	-2.5%
Pepperidge Farm Specialty/Premium LF	585,228.	-8.6%	-0.1	\$1,461,551.	-5.4%	-0.0	\$0.08	0.6%
Best Specialty/Premium LF	1,725,429.	-3.8%	-0.0	\$4,441,216.	-2.0%	0.1	\$0.04	-4.0%
Private Label/Store Brands	170,932.	-19.6%	-0.0	\$244,068.	-28.0%	-0.1	(\$0.17)	-8.9%
Soft Variety LF	18,319,216.	1.0%	0.6	\$26,611,450.	3.1%	1.5	\$0.03	-0.0%
Flowers Soft Variety LF	4,919,498.	13.0%	0.8	\$8,566,614.	14.7%	1.2	\$0.03	-0.1%
Sara Lee Bakery Group Soft Variety LF	2,589,875.	9.7%	0.3	\$4,792,212.	9.1%	0.5	(\$0.01)	-0.7%
Ibc Soft Variety LF	495,513.	-13.9%	-0.1	\$951,220.	-5.3%	-0.0	\$0.17	0.5%
Bimbo/Mrs Bairds Soft Variety LF	2,825,074.	-4.4%	-0.1	\$4,723,257.	-5.6%	-0.1	(\$0.02)	-1.4%
Private Label/Store Brands Soft Variety LF	7,162,737.	-6.1%	-0.4	\$7,069,289.	-3.8%	-0.0	\$0.02	-1.4%
Sandwich Buns & Rolls	13,209,893.	0.1%	0.3	\$15,957,654.	-0.8%	0.4	(\$0.01)	0.0%
TOTAL FLOWERS SBR	1,128,880.	18.6%	0.2	\$1,814,460.	12.2%	0.2	(\$0.09)	1.7%
TOTAL SARA LEE SBR	1,757,547.	-1.6%	0.0	\$3,080,191.	1.1%	0.1	\$0.05	-1.2%
TOTAL IBC SBR	152,298.	29.9%	0.0	\$281,924.	36.4%	0.1	\$0.09	0.6%
TOTAL PEPPERIDGE FARM SBR	120,039.	-10.5%	-0.0	\$251,331.	-7.0%	-0.0	\$0.08	0.0%
TOTAL BIMBO/MRS BAIRDS SBR	1,424,837.	-20.4%	-0.4	\$2,460,941.	-18.8%	-0.4	\$0.04	-1.7%
TOTAL STORE BRAND SBR	7,887,608.	1.6%	0.3	\$7,001,278.	1.0%	0.3	(\$0.01)	-1.1%
Dinner Bread & Rolls	8,937,969.	-8.3%	-0.8	\$12,751,639.	-11.7%	-1.1	(\$0.06)	-0.6%
TOTAL FLOWERS DBR	390,466.	16.5%	0.1	\$551,388.	9.3%	0.1	(\$0.09)	0.7%
TOTAL SARA LEE DBR	589,520.	-14.9%	-0.1	\$1,322,598.	-14.0%	-0.1	\$0.02	-0.5%
TOTAL IBC DBR	126,247.	-4.6%	-0.0	\$249,305.	0.1%	0.0	\$0.09	-2.3%
TOTAL PEPPERIDGE FARM DBR	176,353.	-30.2%	-0.1	\$381,260.	-28.1%	-0.1	\$0.06	-0.0%
TOTAL BEST DBR	124,419.	-17.7%	-0.0	\$310,850.	-13.5%	-0.0	\$0.12	-5.7%
TOTAL BIMBO/MRS BAIRDS DBR	404,916.	-18.8%	-0.1	\$741,473.	-18.0%	-0.1	\$0.02	-6.5%
TOTAL STORE BRAND DBR	6,181,402.	-5.6%	-0.3	\$6,939,442.	-10.8%	-0.5	(\$0.07)	1.2%
Breakfast Items	4,003,608.	-9.8%	-0.4	\$9,586,098.	-8.0%	-0.4	\$0.05	-0.8%
TOTAL FLOWERS BR	153,065.	28.4%	0.0	\$328,571.	14.7%	0.0	(\$0.26)	-0.9%
TOTAL SARA LEE BR	1,552,395.	-13.4%	-0.3	\$4,131,152.	-10.3%	-0.3	\$0.09	-3.6%
TOTAL PEPPERIDGE FARM BR	405,538.	-9.4%	-0.0	\$1,061,071.	-6.1%	-0.0	\$0.09	-0.2%
TOTAL BEST BR	756,320.	-12.6%	-0.1	\$1,867,216.	-13.4%	-0.2	(\$0.02)	-4.9%
TOTAL GEORGE WESTON BR	108,838.	-3.4%	-0.0	\$316,356.	-4.0%	-0.0	(\$0.02)	-1.9%
TOTAL BIMBO/MRS BAIRDS BR	83,770.	-9.4%	-0.0	\$192,914.	-8.4%	-0.0	\$0.02	-6.7%
TOTAL STORE BRAND BR	811,854.	-4.0%	-0.0	\$1,405,660.	4.0%	0.1	\$0.13	5.8%

Source IRI

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Segment Summary By Region

Region 3 Tashie page 24

- White
 - Market units- 08%, \$- 28%, price- 003
 - Flowers' units +6.0%, \$- 0.2%, price- 011
- Specialty
 - Market units +4.0%, \$ +2.4%, price- 003
 - Flowers units +53.3%, \$ +32.5%, price- 030
- Soft Variety
 - Market units +0.9%, \$ +3.4%, price +0.04
 - Flowers' units- 18%, \$ +1.7%, price +0.07
- SBR
 - Market units +2.5%, \$ 2.0%, price- 001
 - Flowers' units +1.5%, \$ 2.8%, price- 008
- DBR
 - Market units- 46%, \$- 02%, price +0.08
 - Flowers' units- 15.6%, \$- 16.6%, price- 002
- Breakfast
 - Market units- 60%, \$ 31%, price +0.07
 - Flowers' units +37.5%, \$+16.5%, price- 034

Region 4 Hocutt Page 25

- White
 - Market units- 07%, \$- 13%, price- 001
 - Flowers units- 65%, \$- 85%, price- 004
- Specialty
 - Market units- 48%, \$- 50%, price- 000
 - Flowers' units +21.1%, \$ +3.4%, price- 034
- Soft Variety
 - Market units +1.6%, \$+0.8%, price- 001
 - Flowers' units +10.8%, \$+5.1%, price- 010
- SBR
 - Market units +2.7%, \$+0.6%, price- 003
 - Flowers' units +1.3%, \$ 56%, price- 012
- DBR
 - Market units- 60%, \$- 47%, price +0.02
 - Flowers' units- 13.1%, \$- 93%, price +0.07
- Breakfast
 - Market units- 84%, \$- 78%, price +0.02
 - Flowers' units +29.4%, \$ +7.0%, price- 040

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Flowers Vs Sub Category Region 3

Flowers Sales Region 3 J. Tashie								
Latest 12 Weeks ending Dec 1, 2002	Unit Sales	Unit Sales % Change Prior Year	Unit Share Change Prior Year	Dollar Sales	Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior Year	Avg Weekly ACV Weighted Distribution
White LF	29,310,558.	-0.8%	-0.2	\$41,385,564.	-2.8%	-0.9	(\$.03)	0.0%
Flowers White LF	4,267,589.	6.0%	0.4	\$7,281,595.	-0.2%	0.0	(\$.11)	-0.1%
Sara Lee Bakery Group White LF	5,082,613.	-3.8%	-0.3	\$9,351,735.	-2.8%	-0.2	\$.02	6.4%
Ibc White LF	4,874,521.	-22.0%	-2.0	\$8,747,023.	-19.1%	-1.9	\$.06	0.1%
Private Label/Store Brands White LF	13,946,294.	8.8%	1.8	\$13,937,091.	9.8%	1.2	\$.01	0.1%
Specialty/Premium LF	3,421,131.	4.0%	0.2	\$8,082,636.	2.4%	0.2	(\$.03)	-0.8%
Flowers Specialty/Premium LF	588,596.	53.3%	0.3	\$1,133,549.	32.5%	0.3	(\$.30)	-1.0%
Sara Lee Bakery Group Specialty/Premium	264,993.	-10.1%	-0.0	\$681,288.	-7.5%	-0.0	\$.07	0.4%
Pepperidge Farm Specialty/Premium LF	1,038,578.	-5.2%	-0.1	\$2,623,263.	-2.6%	-0.1	\$.07	-3.0%
George Weston Inc Specialty/Premium LF	1,187,679.	4.1%	0.1	\$2,827,550.	2.9%	0.1	(\$.03)	3.9%
Private Label/Store Brands	111,519.	-6.3%	-0.0	\$249,934.	-1.9%	-0.0	\$.10	-0.6%
Soft Variety LF	9,898,082.	0.9%	0.2	\$17,561,740.	3.4%	0.6	\$.04	0.0%
Flowers Soft Variety LF	3,072,506.	-1.8%	-0.1	\$6,131,889.	1.7%	0.1	\$.07	-0.0%
Sara Lee Bakery Group Soft Variety LF	1,059,528.	57.5%	0.6	\$2,017,525.	52.0%	0.6	(\$.07)	6.9%
Ibc Soft Variety LF	1,789,558.	8.6%	0.2	\$3,409,395.	9.3%	0.3	\$.01	0.7%
Martins Famous Pastry Shop Inc Soft	236,645.	-6.3%	-0.0	\$452,414.	-4.2%	-0.0	\$.04	4.2%
Private Label/Store Brands Soft Variety LF	3,101,279.	-7.7%	-0.4	\$4,134,296.	-8.4%	-0.3	(\$.01)	-0.0%
Sandwich Buns & Rolls	12,905,544.	2.5%	0.6	\$17,690,522.	2.0%	0.4	(\$.01)	0.0%
TOTAL FLOWERS SBR	1,675,334.	1.5%	0.0	\$2,926,890.	-2.8%	-0.1	(\$.08)	-3.7%
TOTAL SARA LEE SBR	1,397,279.	-1.1%	-0.0	\$2,488,812.	1.9%	0.1	\$.05	-0.8%
TOTAL IBC SBR	1,481,554.	-3.2%	-0.1	\$2,626,253.	-0.3%	0.0	\$.05	0.5%
TOTAL PEPPERIDGE FARM SBR	287,859.	-8.3%	-0.0	\$571,474.	-6.9%	-0.0	\$.03	-1.9%
TOTAL GEORGE WESTON SBR	199,527.	2.1%	0.0	\$402,038.	3.2%	0.0	\$.02	1.0%
TOTAL MARTINS SBR	226,463.	8.9%	0.0	\$484,408.	9.2%	0.0	\$.01	4.3%
TOTAL STORE BRAND SBR	6,907,317.	5.1%	0.5	\$7,117,053.	5.7%	0.4	\$.01	-0.9%
Dinner Bread & Rolls	6,460,914.	-4.6%	-0.4	\$11,941,298.	-0.2%	0.0	\$.08	0.0%
TOTAL FLOWERS DBR	511,466.	-15.6%	-0.1	\$944,140.	-16.6%	-0.2	(\$.02)	-6.8%
TOTAL SARA LEE DBR	523,222.	-13.0%	-0.1	\$1,049,203.	-7.2%	-0.1	\$.13	-3.0%
TOTAL IBC DBR	439,519.	4.2%	0.0	\$815,696.	3.3%	0.0	(\$.02)	1.7%
TOTAL PEPPERIDGE FARM DBR	361,636.	-20.9%	-0.1	\$790,479.	-15.9%	-0.1	\$.13	-3.1%
TOTAL STORE BRAND DBR	3,054,410.	-3.2%	-0.1	\$4,770,161.	2.5%	0.1	\$.09	0.4%
Breakfast Items	4,272,404.	-6.0%	-0.4	\$10,679,482.	-3.1%	-0.3	\$.07	0.3%
TOTAL FLOWERS BR	177,063.	37.5%	0.1	\$338,374.	16.5%	0.0	(\$.34)	-1.8%
TOTAL SARA LEE BR	330,171.	29.1%	0.1	\$888,732.	33.3%	0.2	\$.08	-1.4%
TOTAL IBC BR	102,351.	-17.6%	-0.0	\$196,597.	-17.4%	-0.0	\$.01	-3.6%
TOTAL PEPPERIDGE FARM BR	428,218.	7.6%	0.0	\$1,168,660.	12.2%	0.1	\$.11	-2.9%
TOTAL BEST BR	2,030,824.	-11.1%	-0.4	\$5,624,687.	-7.9%	-0.4	\$.10	2.8%
TOTAL GEORGE WESTON BR	209,689.	-30.5%	-0.1	\$563,393.	-25.2%	-0.2	\$.19	-0.2%
TOTAL STORE BRAND BR	739,230.	-6.4%	-0.1	\$1,300,219.	-0.5%	-0.0	\$.10	-2.3%

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Flowers Vs Sub Category Region 4

Flowers Sales Region 4								
Latest 12 Weeks ending Dec 1, 2002	Unit Sales	Unit Sales % Change Prior Year	Unit Share Change Prior Year	Dollar Sales	Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior Year	Avg Weekly ACV Weighted Distribution Change Prior Year
White LF	15,067,148.	-0.7%	0.1	\$21,640,878.	-1.3%	0.2	(\$0.1)	0.0%
Flowers White LF	3,277,595.	-6.5%	-0.5	\$5,998,383.	-8.5%	-0.7	(\$0.4)	0.7%
Sara Lee Bakery Group White LF	3,000,968.	4.6%	0.4	\$5,973,034.	6.5%	0.8	\$0.4	0.7%
Ibc White LF	702,951.	-8.5%	-0.1	\$1,137,310.	-14.9%	-0.3	(\$1.2)	4.5%
Private Label/Store Brands White LF	7,567,690.	1.7%	0.5	\$7,652,864.	3.0%	0.6	\$0.1	-0.0%
Specialty/Premium LF	1,729,172.	-4.8%	-0.2	\$4,126,598.	-5.0%	-0.2	(\$0.0)	-0.4%
Flowers Specialty/Premium LF	312,547.	21.1%	0.1	\$613,730.	3.4%	0.1	(\$0.34)	-3.2%
Sara Lee Bakery Group Specialty/Premium LF	291,340.	-12.1%	-0.1	\$772,014.	-7.3%	-0.1	\$1.4	-1.8%
Pepperidge Farm Specialty/Premium LF	433,991.	-2.4%	-0.0	\$1,077,003.	-0.3%	0.0	\$0.5	-2.7%
George Weston Inc Specialty/Premium LF	461,315.	-6.8%	-0.1	\$1,144,465.	-5.4%	-0.1	\$0.4	-1.3%
Soft Variety LF	7,622,454.	1.6%	0.5	\$12,951,307.	0.8%	0.6	(\$0.1)	0.0%
Flowers Soft Variety LF	3,447,139.	10.8%	0.9	\$6,497,199.	5.1%	0.7	(\$1.10)	0.7%
Sara Lee Bakery Group Soft Variety LF	1,047,185.	20.5%	0.5	\$1,997,726.	16.9%	0.5	(\$0.6)	0.7%
Ibc Soft Variety LF	299,989.	0.3%	0.0	\$507,079.	-7.8%	-0.1	(\$1.15)	4.8%
Private Label/Store Brands Soft Variety LF	2,580,980.	-11.1%	-0.8	\$3,426,921.	-8.7%	-0.4	\$0.4	-1.8%
Sandwich Buns & Rolls	7,979,304.	2.7%	0.7	\$10,385,615.	0.6%	0.4	(\$0.3)	0.0%
TOTAL FLOWERS SBR	1,391,089.	1.3%	0.1	\$2,228,761.	-5.6%	-0.1	(\$1.12)	0.3%
TOTAL SARA LEE SBR	834,585.	-11.0%	-0.2	\$1,559,715.	-7.5%	-0.2	\$0.7	0.4%
TOTAL IBC SBR	144,115.	-5.8%	-0.0	\$257,094.	-2.0%	-0.0	\$0.7	2.4%
TOTAL PEPPERIDGE FARMSBR	143,630.	-19.5%	-0.1	\$289,630.	-17.4%	-0.1	\$0.5	-3.1%
TOTAL GEORGE WESTON SBR	154,530.	-11.3%	-0.0	\$310,404.	-10.5%	-0.0	\$0.2	-2.8%
TOTAL STORE BRAND SBR	4,616,645.	7.8%	1.0	\$4,858,694.	8.6%	0.8	\$0.1	0.2%
Dinner Bread & Rolls	4,104,285.	-6.0%	-0.6	\$6,842,916.	-4.7%	-0.3	\$0.2	0.0%
TOTAL FLOWERS DBR	555,259.	-13.1%	-0.2	\$898,497.	-9.3%	-0.1	\$0.7	-1.1%
TOTAL SARA LEE DBR	562,225.	-10.8%	-0.2	\$1,143,534.	-8.8%	-0.1	\$0.4	0.2%
TOTAL PEPPERIDGE FARMSDBR	145,747.	-22.3%	-0.1	\$313,560.	-21.4%	-0.1	\$0.3	-3.9%
TOTAL STORE BRAND DBR	2,215,883.	0.2%	0.1	\$3,101,271.	4.4%	0.3	\$0.6	-1.1%
Breakfast Items	2,410,112.	-8.4%	-0.5	\$5,838,283.	-7.8%	-0.6	\$0.2	-0.9%
TOTAL FLOWERS BR	161,962.	29.4%	0.1	\$307,281.	7.0%	0.0	(\$0.40)	-0.3%
TOTAL SARA LEE BR	450,025.	19.0%	0.2	\$1,223,078.	27.4%	0.5	\$1.8	-2.9%
TOTAL PEPPERIDGE FARMBR	177,634.	-0.0%	0.0	\$489,737.	7.7%	0.1	\$2.0	-2.8%
TOTAL BEST BR	811,824.	-17.4%	-0.4	\$2,261,369.	-16.4%	-0.6	\$0.3	-4.9%
TOTAL GEORGE WESTON BR	97,533.	-29.2%	-0.1	\$254,755.	-28.3%	-0.2	\$0.3	-2.9%
TOTAL STORE BRAND BR	458,582.	-9.9%	-0.1	\$698,655.	-9.1%	-0.1	\$0.1	-2.1%

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New Items Review

- New Items are, items that had 0 zero units sales for the same 12 weeks last year. UPC changeover could account for this occasionally.
- Region One significant new items. Page 27
 - Merita Country 100% Wheat 137,701 units
 - Cobblestone Mill Potato Bread 133,470 units
 - Roman Meal Wholegrain 90,537 units
 - Merita Country Butter 77,820 units
 - Sara Lee Honey wheat 74,070 units
- Region Two significant new items. Page 28
 - Mrs. Baird's 7 Grain 511,185 units
 - Krustless Iron kids 284,599 units
 - Sara Lee Honey wheat 212,071 units
 - Sara Lee 100 % Wheat 204,305 units
- Region Three significant new items. Page 29
 - Merita Country 100 % 406,062 units
 - Merita Country Autgrain 289,120 units
 - Merita Country Honey wheat 221,442 units
 - Merita Country Butterbrd 215,896 units
 - Krustless Iron kids 177,823 units
- Region Four significant new items. Page 30
 - Sara Lee Honey wheat 205,030 units
 - Krustless Iron kids 153,776 units
 - Sara Lee 100% Wheat 141,124 units

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NEW ITEMS

Flowers Sales Region 1 D. Scott					
Latest 12 Weeks ending Dec 1, 2002	Brand	Unit Sales Change Prior Year	Dollar Sales Change Prior Year	Avg Price per Unit	Avg Wkly ACV Wght. Dist.
1220003025 +MTCN1 BTR BRD LOAF SNDW 20OZ	MERITA COUNTRY	77,820.	\$119,521.	\$1.54	35.6%
5040072445 +KRIRK WHT BRD LOAF SNDW 16OZ	IRON KIDS	36,837.	\$98,634.	\$2.68	10.7%
7294560133 +SARL1 WHT BRD LOAF SNDW 20OZ	SARA LEE	33,763.	\$58,139.	\$1.72	12.7%
7294560132 +SARL1 HNWHT BRD LOAF SNDW 24OZ	SARA LEE	28,743.	\$54,160.	\$1.88	12.5%
7225005191 +CBSTM PTO BRD LOAF LOAF 20OZ	COBBLESTONE MILL	133,470.	\$191,819.	\$1.44	65.3%
1410008305 +PFRFR WHT BRD LOAF SNDW 24OZ	PEPPERIDGE FARM	37,859.	\$93,247.	\$2.46	52.0%
1410008315 +PFRFR WEA BRD LOAF SNDW 24OZ	PEPPERIDGE FARM	22,626.	\$55,233.	\$2.44	41.5%
7341002330 +BBERY HLTNT BRD LOAF SNDW 24OZ	BROWNBERRY	19,417.	\$52,231.	\$2.69	45.7%
1410008021 +PFRFR BTRMW BRD LOAF SNDW 24OZ	PEPPERIDGE FARM	14,130.	\$34,621.	\$2.45	25.6%
1220004073 +MTCN1 %WWHT BRD LOAF SNDW 20OZ	MERITA COUNTRY	137,701.	\$250,249.	\$1.82	46.7%
1220003028 +MTCN1 HNWEA BRD LOAF SNDW 20OZ	MERITA COUNTRY	91,017.	\$172,139.	\$1.89	44.9%
7763332001 +RMNM1 WLGRN BRD LOAF 16OZ	ROMAN MEAL	90,537.	\$141,173.	\$1.56	68.6%
7294560136 +SARL1 HNWEA BRD LOAF SNDW 24OZ	SARA LEE	74,070.	\$128,375.	\$1.73	13.4%
7294560134 +SARL1 %WWHT BRD LOAF SNDW 20OZ	SARA LEE	57,988.	\$101,143.	\$1.74	13.6%
7082198337 +HLOLC HNCRW BRD LOAF 20OZ	HOLSUM OLD COUNTRY	34,646.	\$68,622.	\$1.98	27.5%
7294560135 +SARL1 HSWHT BRD LOAF SNDW 24OZ	SARA LEE	30,644.	\$58,843.	\$1.92	12.5%
7102501620 +BUNN1 WEA BUN BAG SNDW 11OZ	BUNNY	28,457.	\$49,901.	\$1.75	10.5%
7225005189 +CBSTM PTO BUN BAG HTDG 15OZ	COBBLESTONE MILL	72,203.	\$102,257.	\$1.42	48.2%
7225005188 +CBSTM PTO BUN BAG HMBRG 16OZ	COBBLESTONE MILL	57,419.	\$81,193.	\$1.41	47.7%
7102501006 +BUNN1 WEA BUN PLBAG HTDG 11OZ	BUNNY	25,248.	\$43,883.	\$1.74	10.2%
1410008216 +PFRFR WHT BUN PLBAG HMBRG 22OZ	PEPPERIDGE FARM	20,799.	\$52,386.	\$2.52	38.8%
5040075116 +BALPR WHT BUN PLBAG HTDG 12OZ	BALL PARK	12,408.	\$19,944.	\$1.61	3.6%
7763302375 +SNB06 WEA BUN PLBAG HMBRG 11OZ	SUNBEAM	12,089.	\$21,064.	\$1.74	6.0%
7763302377 +SNB06 WEA BUN PLBAG HTDG 11OZ	SUNBEAM	10,278.	\$17,993.	\$1.75	5.5%
4730010252 +ANTGN WHT RL PLBAG DNR 22OZ	AUNT GINNIE	125,433.	\$224,337.	\$1.79	21.1%
0438910400 +JHGNS WHT RL PLBAG HRD 12OZ	JOHN GENDUSA SPECIAL	44,860.	\$47,417.	\$1.06	0.6%
4500060448 +WOND4 PTO RL PLBAG DNR 10OZ	WONDER	18,174.	\$31,899.	\$1.76	15.3%
7225005208 +CBSTM PTO RL PLBAG DNR 16OZ	COBBLESTONE MILL	13,294.	\$21,186.	\$1.59	14.1%
4730010236 +NTGRN FRCH BRD BAG 16OZ	NATURES GRAIN	27,344.	\$46,377.	\$1.70	8.6%
0438910600 +JHGNS FRCH BRD PLBAG FRLOF 20OZ	JOHN GENDUSA SPECIAL	19,504.	\$26,348.	\$1.35	0.6%
7294555047 +SARL1 GRSRD BRD FLBAG 10OZ	SARA LEE	13,961.	\$34,228.	\$2.45	5.5%
4500060585 +WOND4 GRLC BRD FLBAG FRLOF 16OZ	WONDER	11,589.	\$26,088.	\$2.25	3.6%

Cobblestone Mill Potato Products are ranked in the leading new products introduced in this region.

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NEW ITEMS

Flowers Sales Region 2 G. Davis					
Latest 12 Weeks ending Dec 1, 2002	Brand	Unit Sales Change Prior Year	Dollar Sales Change Prior Year	Avg Price per Unit	Avg Weekly ACV Weighted Distribution
5040072445 +KRIRK WHT BRD LOAF SNDW 16OZ	IRON KIDS	284,599.	\$731,616.	\$2.57	81.2%
7294560133 +SARL1 WHT BRD LOAF SNDW 20OZ	SARA LEE	104,085.	\$172,455.	\$1.66	70.8%
7087001355 +MBARD WHT BRD LOAF 24OZ	MRS BAIRDS	95,240.	\$73,335.	\$.77	1.0%
7294560132 +SARL1 HNWHT BRD LOAF SNDW 24OZ	SARA LEE	83,417.	\$163,421.	\$1.96	68.4%
7324610040 +HVST1 WHT BRD LOAF 16OZ	HARVEST	79,764.	\$39,674.	\$.50	0.5%
7324610041 +HVST1 WHT BRD LOAF SNDW 16OZ	HARVEST	36,431.	\$32,247.	\$.89	1.0%
7432309072 +RJMHL WHT BRD SQRLF TST 6.17OZ	RAJ MAHAL	18,197.	\$17,906.	\$.98	3.1%
7313000367 +ORW02 MLGRN BRD LOAF SNDW 24OZ	OROWEAT	59,378.	\$160,955.	\$2.71	46.4%
7087000040 +MBARD 7GRHY BRD TWSLF SNDW 24OZ	MRS BAIRDS	511,185.	\$832,184.	\$1.63	80.0%
7294560136 +SARL1 HNWEA BRD LOAF SNDW 24OZ	SARA LEE	212,071.	\$353,876.	\$1.67	74.2%
7294560134 +SARL1 %WWHT BRD LOAF SNDW 20OZ	SARA LEE	204,305.	\$340,558.	\$1.67	75.0%
7087000037 +MBARD %WWHT BRD LOAF LOAF 16OZ	MRS BAIRDS	114,981.	\$212,723.	\$1.85	52.3%
7294560135 +SARL1 HSWHT BRD LOAF SNDW 24OZ	SARA LEE	107,724.	\$207,732.	\$1.93	72.1%
5040038017 +RMEAL %WWHT BRD LOAF SNDW 20OZ	ROMAN MEAL	56,113.	\$109,381.	\$1.95	20.8%
7324610043 +HVST1 WEA BRD LOAF 20OZ	HARVEST	23,274.	\$25,369.	\$1.09	1.0%
4500012571 +HMPRD STNWT BRD LOAF SNDW 20OZ	HOME PRIDE	18,458.	\$36,296.	\$1.97	10.7%
4500012572 +HMPRD HNWBR BRD LOAF SNDW 20OZ	HOME PRIDE	17,714.	\$35,495.	\$2.00	10.5%
5040075116 +BALPR WHT BUN PLBAG HTDG 12OZ	BALL PARK	54,880.	\$106,048.	\$1.93	43.3%
7324630025 +HVST1 WHT BUN PLBAG HTDG 13OZ	HARVEST	41,270.	\$32,603.	\$.79	0.5%
5040025532 +CLN02 WHT BUN PLBAG HMBRG 23OZ	COLONIAL	10,815.	\$22,116.	\$2.05	5.7%
7432309490 +BIMBO CRSNT FLWRP CRSNT 2.4OZ	BIMBO	26,053.	\$22,057.	\$.85	3.3%

We did not have any items that met the new item qualifications in this region. Mrs. Baird's 7 Grain and Ironkids Krustless were leading items.

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NEW ITEMS

Flowers Sales Region 3 J Tashie

Latest 12 Weeks ending Dec 1, 2002	Brand	Unit Sales Change Prior Year	Dollar Sales Change Prior Year	Avg Price per Unit	Avg Weekly ACV Weighted Distribution
1220003025 +MTCN1 BTR BRD LOAF SNDW 20OZ	MERITA COUNTRY	215,896.	\$383,728.	\$1.78	48.0%
5040072445 +KRIRK WHT BRD LOAF SNDW 16OZ	IRON KIDS	177,823.	\$449,851.	\$2.53	66.2%
7294560133 +SARL1 WHT BRD LOAF SNDW 20OZ	SARA LEE	152,615.	\$280,973.	\$1.84	58.6%
7294560132 +SARL1 HNWHT BRD LOAF SNDW 24OZ	SARA LEE	79,241.	\$160,120.	\$2.02	57.5%
7167300114 +STOMN WHT BRD LOAF 20OZ	STROEHMANN	60,906.	\$42,335.	\$0.70	0.5%
7082180042 +TSTMS WHT BRD LOAF 20OZ	TOASTMASTER	16,095.	\$14,296.	\$0.89	0.5%
7225005191 +CBSTMPTTO BRD LOAF LOAF 20OZ	COBBLESTONE MILL	41,489.	\$65,014.	\$1.57	20.4%
1410008305 +PFRFR WHT BRD LOAF SNDW 24OZ	PEPPERIDGE FARM	22,845.	\$60,895.	\$2.67	42.2%
1410008021 +PFRFR BTRMW BRD LOAF SNDW 24OZ	PEPPERIDGE FARM	16,411.	\$44,022.	\$2.68	29.4%
1410008315 +PFRFR WEA BRD LOAF SNDW 24OZ	PEPPERIDGE FARM	15,287.	\$40,716.	\$2.66	34.7%
8142100529 +LABEAR YE BRD OVLFF 16OZ	LABREA	10,555.	\$31,462.	\$2.98	7.8%
1220004073 +MTCN1 %WWHT BRD LOAF SNDW 20OZ	MERITA COUNTRY	406,062.	\$770,004.	\$1.90	90.8%
1220004070 +MTCN1 ATMGR BRD LOAF SNDW 20OZ	MERITA COUNTRY	289,120.	\$554,296.	\$1.92	69.9%
1220003028 +MTCN1 HNWEA BRD LOAF SNDW 20OZ	MERITA COUNTRY	221,442.	\$414,123.	\$1.87	82.3%
7294560136 +SARL1 HNWEA BRD LOAF SNDW 24OZ	SARA LEE	196,158.	\$360,649.	\$1.84	65.7%
7294560134 +SARL1 %WWHT BRD LOAF SNDW 20OZ	SARA LEE	189,782.	\$347,101.	\$1.83	65.1%
7294560135 +SARL1 HSWHT BRD LOAF SNDW 24OZ	SARA LEE	83,840.	\$167,702.	\$2.00	57.1%
1220004093 +MTCN1 PTTO BRD LOAF SNDW 20OZ	MERITA COUNTRY	30,932.	\$56,356.	\$1.82	35.8%
7167300445 +STOMN RL BAG HTDG 12OZ	STROEHMANN	68,794.	\$47,499.	\$0.69	0.5%
5040075116 +BALPR WHT BUN PLBAG HTDG 12OZ	BALL PARK	45,802.	\$88,733.	\$1.94	21.8%
7225005180 +MRYJ1 WHT BUN PLBAG HMBRG 20OZ	MARY JANE	44,255.	\$73,374.	\$1.66	16.2%
7225005181 +MRYJ1 WHT BUN PLBAG HTDG 20OZ	MARY JANE	38,203.	\$63,192.	\$1.65	15.8%
7225005188 +CBSTMPTTO BUN BAG HMBRG 16OZ	COBBLESTONE MILL	35,275.	\$55,920.	\$1.59	20.7%
7225005179 +MRYJ1 WHT BUN PLBAG HTDG 11OZ	MARY JANE	32,188.	\$45,105.	\$1.40	9.4%
7225005178 +MRYJ1 WHT BUN PLBAG HMBRG 15OZ	MARY JANE	30,594.	\$42,936.	\$1.40	9.5%
1220006026 +MERTA PTTO BUN PLBAG HTDG 11OZ	MERITA	28,218.	\$50,614.	\$1.79	32.5%
1220006025 +MERTA PTTO BUN PLBAG HMBRG 11OZ	MERITA	27,752.	\$49,668.	\$1.79	32.5%
7225005189 +CBSTMPTTO BUN BAG HTDG 15OZ	COBBLESTONE MILL	19,190.	\$30,125.	\$1.57	13.8%
1410008216 +PFRFR WHT BUN PLBAG HMBRG 22OZ	PEPPERIDGE FARM	11,882.	\$30,900.	\$2.60	29.4%
1220006052 +MTCN1 HYBTR RL PLBAG DNR 12OZ	MERITA COUNTRY	38,285.	\$66,215.	\$1.73	36.6%
1220006053 +MTCN1 HWAN RL PLBAG DNR 12OZ	MERITA COUNTRY	25,202.	\$44,212.	\$1.75	35.2%
4730010252 +ANTGN WHT RL PLBAG DNR 22OZ	AUNT GINNIE	24,307.	\$42,422.	\$1.75	5.5%
1220006051 +MTCN1 HNWEA RL PLBAG DNR 12OZ	MERITA COUNTRY	20,240.	\$35,328.	\$1.75	32.7%
7225005211 +CBSTMPTTO RL PLBAG DNR 16OZ	COBBLESTONE MILL	18,816.	\$29,629.	\$1.57	14.4%
1220006050 +MTCN1 ATMGR RL PLBAG DNR 12OZ	MERITA COUNTRY	11,920.	\$20,710.	\$1.74	23.6%
7225005183 +MRYJ1 WHT RL PLBAG DNR 10OZ	MARY JANE	10,548.	\$17,231.	\$1.63	7.9%
7294535038 +SARL1 PLN BGL PLBAG 10OZ	SARA LEE	14,467.	\$38,318.	\$2.65	22.8%
7294535039 +SARL1 CNRSS BGL PLBAG 10OZ	SARA LEE	13,768.	\$36,259.	\$2.63	22.8%

Cobblestone Mill Potato Products are performing well for new items and have relatively low distribution rates.

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NEW ITEMS

Flowers Sales Region 4

Latest 12 Weeks ending Dec 1, 2002	Brand	Unit Sales Change Prior Year	Dollar Sales Change Prior Year	Avg Price per Unit	Avg Weekly ACV Weighted Distribution
5040072445 +KRIRK WHT BRD LOAF SNDW 16OZ	IRON KIDS	153,776.	\$399,369.	\$2.60	88.2%
7294560133 +SARL1 WHT BRD LOAF SNDW 20OZ	SARA LEE	108,812.	\$176,260.	\$1.62	85.6%
7294560132 +SARL1 HNWHT BRD LOAF SNDW 24OZ	SARA LEE	73,005.	\$124,199.	\$1.70	80.0%
7225005175 +NOFKD WHT BRD LOAF SNDW 20OZ	NATURES OWN FOR	54,914.	\$91,996.	\$1.68	47.5%
1220003025 +MTCN1 BTR BRD LOAF SNDW 20OZ	MERITA COUNTRY	50,608.	\$70,932.	\$1.40	22.3%
1800066203 +PILLS HNWHT BRD LOAF SNDW 20OZ	PILLSBURY	20,511.	\$38,409.	\$1.87	20.8%
1800066201 +PILLS WHT BRD LOAF SNDW 20OZ	PILLSBURY	20,395.	\$38,156.	\$1.87	20.9%
1800066204 +PILLS BMLK BRD LOAF 20OZ	PILLSBURY	15,910.	\$29,896.	\$1.88	20.9%
7225005191 +CBSTMP TTO BRD LOAF LOAF 20OZ	COBBLESTONE MILL	17,691.	\$26,125.	\$1.48	21.1%
7294560136 +SARL1 HNWEA BRD LOAF SNDW 24OZ	SARA LEE	205,030.	\$345,345.	\$1.68	89.0%
7294560134 +SARL1 %WWHT BRD LOAF SNDW 20OZ	SARA LEE	141,124.	\$238,345.	\$1.69	87.6%
1220004073 +MTCN1 %WWHT BRD LOAF SNDW 20OZ	MERITA COUNTRY	102,029.	\$173,618.	\$1.70	25.7%
1220004070 +MTCN1 ATMGR BRD LOAF SNDW 20OZ	MERITA COUNTRY	94,310.	\$152,096.	\$1.61	21.3%
7294560135 +SARL1 HSWHT BRD LOAF SNDW 24OZ	SARA LEE	73,128.	\$129,790.	\$1.77	83.2%
1220003028 +MTCN1 HNWEA BRD LOAF SNDW 20OZ	MERITA COUNTRY	31,923.	\$60,963.	\$1.91	22.6%
1800066202 +PILLS WEA BRD LOAF SNDW 20OZ	PILLSBURY	19,806.	\$37,077.	\$1.87	20.9%
7763332001 +RMNM1 WLGRN BRD LOAF 16OZ	ROMAN MEAL	10,086.	\$13,109.	\$1.30	9.9%
7763302377 +SNB06 WEA BUN PLBAG HTDG 11OZ	SUNBEAM	28,724.	\$46,309.	\$1.61	33.9%
5040075116 +BALPR WHT BUN PLBAG HTDG 12OZ	BALL PARK	28,680.	\$46,740.	\$1.63	21.6%
7763302375 +SNB06 WEA BUN PLBAG HMBRG 11OZ	SUNBEAM	27,997.	\$45,306.	\$1.62	34.1%
7225005189 +CBSTMP TTO BUN BAG HTDG 15OZ	COBBLESTONE MILL	16,204.	\$24,490.	\$1.51	22.2%
7225005188 +CBSTMP TTO BUN BAG HMBRG 16OZ	COBBLESTONE MILL	13,389.	\$20,024.	\$1.50	23.2%
4730010252 +ANTGN WHT RL PLBAG DNR 22OZ	AUNT GINNIE	25,107.	\$44,095.	\$1.76	9.4%
7225005203 +CBSTMP TTO RL PLBAG DNR 16OZ	COBBLESTONE MILL	15,541.	\$21,978.	\$1.41	22.4%
7294555047 +SARL1 GRSRD BRD FLBAG 10OZ	SARA LEE	12,267.	\$31,422.	\$2.56	19.8%

We have several items that met the new item qualifications and ranked well in this market. Sara Lee's new items and Krustless breads captured good recognition and distribution.

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WAL★MART

WAL*MART TOTAL - MASS MERCH	Unit Sales	Unit Sales % Change Prior Year	Unit Share Change Prior Year	Dollar Sales	Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior Year
FRESH PACKAGED BREADS	169,386,944	11.7%	0.0	\$236,547,552	13.5%	0.0	\$.02
TOTAL FLOWERS	22,853,056	19.3%	0.9	\$40,390,000	17.7%	0.6	(\$0.02)
TOTAL SARA LEE	18,425,168	11.3%	-0.0	\$36,191,152	15.4%	0.3	\$.07
TOTAL IBC	15,544,377	16.6%	0.4	\$28,212,096	20.4%	0.7	\$.06
TOTAL BIMBO/MRS BAIRDS	4,945,429	41.0%	0.6	\$7,650,841	38.0%	0.6	(\$0.03)
TOTAL BEST	3,590,715	11.0%	-0.0	\$8,920,440	11.8%	-0.1	\$.02
TOTAL PEPPERIDGE FARM	2,189,820	22.5%	0.1	\$4,928,249	27.4%	0.2	\$.09
TOTAL GEORGE WESTON	2,514,596	26.3%	0.2	\$5,429,309	20.1%	0.1	(\$0.11)
TOTAL STORE BRAND	81,983,520	7.1%	-2.1	\$71,078,496	7.6%	-1.7	\$0.00

Wal Mart grew in dollars 13.5% and units 11.7%.

Flowers grew in Wal Mart 17.7% in dollars and 19.3% in units.

Flowers Gained Share in both dollar and unit sales.

This growth was driven by increases in SBR, DBR and Breakfast Segments, we actually underperformed Wal Mart in the key segments called White, Soft Variety and Specialty.

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WAL★MART

WAL*MART TOTAL - MASS MERCH

Latest 12 Weeks ending Dec 1, 2002	Unit Sales	Unit Sales % Change Prior Year	Unit Share Change Prior Year	Dollar Sales	Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior Year
White LF	62,017,312	11.7%	0.0	\$73,219,680	10.6%	-0.8	(\$.01)
Flowers White LF	8,098,357	5.4%	-0.3	\$13,898,349	1.9%	-0.7	(\$.06)
Sara Lee Bakery Group White LF	7,322,254	-2.0%	-0.6	\$13,838,654	1.7%	-0.7	\$.07
Ibc White LF	6,140,484	1.8%	-0.4	\$10,797,105	4.1%	-0.4	\$.04
Bimbo/Mrs Bairds White LF	2,032,799	10.8%	-0.0	\$2,838,541	7.9%	-0.1	(\$.04)
Private Label/Store Brands White LF	35,376,672	18.6%	1.2	\$27,040,560	23.3%	0.9	\$.03
Specialty/Premium LF	8,438,361	23.3%	0.5	\$18,301,024	21.9%	0.5	(\$.03)
Flowers Specialty/Premium LF	596,361	20.3%	0.0	\$1,195,826	17.8%	0.0	(\$.06)
Sara Lee Bakery Group Specialty/Premium LF	1,499,400	36.0%	0.2	\$3,236,097	29.5%	0.2	(\$.11)
Ibc Specialty/Premium LF	582,487	79.7%	0.1	\$1,128,845	74.8%	0.2	(\$.05)
Pepperidge Farm Specialty/Premium LF	868,169	-1.0%	-0.1	\$2,013,091	1.9%	-0.1	\$.07
Best Specialty/Premium LF	1,206,090	43.1%	0.2	\$2,954,309	44.7%	0.3	\$.03
George Weston Inc Specialty/Premium LF	1,561,097	25.8%	0.1	\$3,596,176	26.8%	0.2	\$.02
Private Label/Store Brands Specialty/Premium LF	221,259	28.8%	0.0	\$417,088	28.2%	0.0	(\$.01)
Soft Variety LF	39,244,800	27.2%	2.8	\$58,630,096	34.0%	3.8	\$.08
Flowers Soft Variety LF	9,122,957	15.6%	0.2	\$16,519,951	16.3%	0.2	\$.01
Sara Lee Bakery Group Soft Variety LF	4,968,042	76.5%	1.1	\$9,628,996	79.5%	1.5	\$.03
Ibc Soft Variety LF	4,604,499	17.8%	0.1	\$8,865,628	24.2%	0.3	\$.10
Bimbo/Mrs Bairds Soft Variety LF	2,269,354	139.4%	0.7	\$3,638,051	132.1%	0.8	(\$.05)
Private Label/Store Brands Soft Variety LF	15,146,598	16.7%	0.4	\$13,767,927	19.4%	0.3	\$.02

We underperformed the category in White, Specialty and Soft Variety in dollar and unit sales growth. This resulted in lost share in these key segments.

Store Brand appeared to gain White; Sara Lee, IBC and Best gained Specialty and Sara Lee and Baird's gained Soft Variety share.

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WAL★MART

WAL*MART TOTAL - MASS MERCH

Latest 12 Weeks ending Dec 1, 2002	Unit Sales	Unit Sales % Change Prior Year	Unit Share Change Prior Year	Dollar Sales	Dollar Sales % Change Prior Year	Dollar Share Change Prior Year	Avg Price per Unit Change Prior Year
Sandwich Buns & Rolls	31,034,064	24.1%	1.8	\$31,644,846	25.5%	1.4	\$.01
TOTAL FLOWERS SBR	3,388,465	76.8%	0.7	\$5,670,443	75.9%	0.9	(\$.01)
TOTAL SARA LEE SBR	2,146,650	-18.3%	-0.5	\$3,726,503	-14.4%	-0.5	\$.08
TOTAL IBC SBR	2,529,623	74.0%	0.5	\$4,324,930	80.8%	0.7	\$.06
TOTAL PEPPERIDGE FARM SBR	125,331	-9.4%	-0.0	\$238,147	7.9%	-0.0	\$.30
TOTAL GEORGE WESTON SBR	242,217	-23.0%	-0.1	\$466,155	-31.9%	-0.1	(\$.25)
TOTAL BIMBO/MRS BAIRDS SBR	420,076	18.8%	0.0	\$684,935	17.3%	0.0	(\$.02)
TOTAL STORE BRAND SBR	19,251,456	19.1%	0.7	\$14,903,207	16.7%	0.2	(\$.02)
Dinner Bread & Rolls	18,151,168	23.0%	4.8	\$29,690,704	-15.5%	-4.3	\$.14
TOTAL FLOWERS DBR	926,995	33.6%	0.1	\$1,549,747	30.6%	0.1	(\$.04)
TOTAL SARA LEE DBR	620,194	-42.8%	-0.3	\$1,175,953	-41.7%	-0.5	\$.04
TOTAL IBC DBR	664,763	6.8%	-0.0	\$1,223,530	0.7%	-0.1	(\$.11)
TOTAL PEPPERIDGE FARM DBR	262,438	108.1%	0.1	\$520,624	108.2%	0.1	\$.00
TOTAL STORE BRAND DBR	11,161,901	-31.6%	-4.2	\$13,654,081	-23.2%	-2.8	\$.13
Breakfast Items	10,505,481	6.2%	-0.3	\$22,092,000	6.4%	-0.6	\$.00
TOTAL FLOWERS BR	724,487	50.0%	0.1	\$1,556,288	51.5%	0.2	\$.02
TOTAL SARA LEE BR	1,869,390	27.9%	0.1	\$4,586,068	30.4%	0.3	\$.05
TOTAL IBC BR	1,023,078	2.9%	-0.1	\$1,873,070	12.0%	-0.0	\$.15
TOTAL PEPPERIDGE FARM BR	933,891	44.6%	0.1	\$2,156,394	51.5%	0.2	\$.10
TOTAL BEST BR	2,242,590	-2.4%	-0.2	\$5,666,847	-1.3%	-0.4	\$.03
TOTAL GEORGE WESTON BR	222,865	-35.0%	-0.1	\$527,932	-37.9%	-0.2	(\$.11)
TOTAL STORE BRAND BR	825,932	-23.9%	-0.2	\$1,295,972	-25.1%	-0.3	(\$.03)

Our strong performance in these segments helped us off-set our performance in other segments, resulting in our overall good performance.

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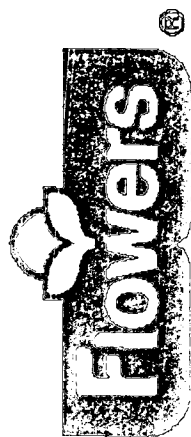
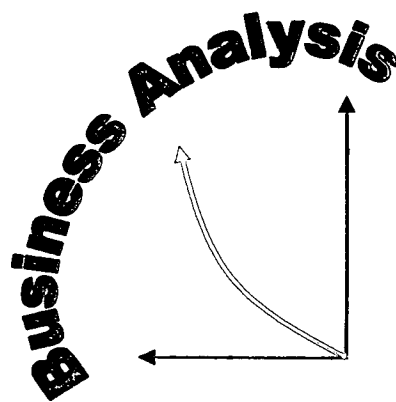
Summary

- Flowers outperformed the category in all Markets reviewed including Wal*Mart.
- Regions 1 Scott and 2 Davis, drove most of the positive performance.
- Region 3 Tashie had significant improvements.
- EDLP on Cobblestone Mill continues to help increase sales in units and dollars.
- White, Soft Variety and SBR are still our biggest opportunity.
- Wal Mart continues to expand and grow same stores sales. We are getting our share of the SBR, DBR and Breakfast segments we do have opportunities in White, Soft Variety and Specialty.
- Recent studies indicate that the bakery section of the Supermarket has rebounded better than the rest of the Consumer Packaged Goods industry one year after 9/11.
- Real growth potential in dollars and units exist in this substantial category.

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FBI 00441



Feature Analysis Q4 2002

- Feature for Periods 11, 12 & 13 by Key Retailer
- Features by Region

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Wal*Mart

Item	Weeks Reviewed	Participating Plants	Max Unit Lift %	Max % Lift	Max % Unit Price Reduction	Max % Unit Price Increase	Max % Price Reduction	Max % Price Increase	Class BE (Y/N) vs PV
Nat Own Butter	41-44	All but Blfd, FS, Laf, Tville VR & BR	18%	3%	-3%	-1%	no	yes	yes
Nat Own 100% 1526	41-44	VR, FS, Opika, Tusc, Tville, Brd,	11%	-6%	0%	-1%	no	yes	yes
Nat Own Butter	41-48	ET, Jax, Miami	21%	0%	-1%	-3%	no	no	yes
Nat Own Hnywht	45-48	Tville & VR all	10%	-5%	0%	-4%	no	yes	yes
Giant 1038	49-52	Tville, Tusc, VR & Tyler	-9%	-12%	-7%	-8%	no	no	yes
Nat Own Butter	49-52	HR, Jax, Jmstwn, Miami, NO, WT	14%	3%	-6%	-1%	no	yes	yes
Whitewheat	49-52	Blfd, ET, Tville, Tusc, Lynch, Opika, Tyler, BR & Laf	7%	-9%	-5%	-5%	no	no	yes
CSM Rye/Pump/SD	49-52	all	10%	-11%	-9%	-9%	no	yes	yes

None of the features reached breakeven at Wal*Mart.

The greatest unit lift came from the Butterbread features (14-21%). Butterbread was featured during all three periods of Quarter 4. Avg feature price was \$1.17-\$1.26/unit. This represented a \$.14-.19/unit discount.

Winn Dixie

Product	Year	Brand	Price	Volume	Revenue	Profit	Margin	Market Share	Customer Satisfaction	Competitor Analysis	SWOT Analysis	Future Prospects
Nat Own Butter	41-44	Jax, Brd, Miami, Tville, Bunny, Jmstn, Tusc, Glds, VR, Opika, HR	35%	16%	-3%	-4%	yes	no	yes	yes	yes	yes
	41-44	VR, Brd, Tville, Tusc, Jax, Opika	36%	8%	3%	4%	no	yes	no	yes	yes	yes
	41-44	BR & Laf	53%	15%	-17%	-21%	no	yes	yes	no	yes	no
	45-48	Brad, Tville, Opika	198%	166%	128%	114%	yes	yes	no	no	yes	no
Nat Own Hnywht	45-48	all	31%	3%	-1%	-5%	no	yes	yes	yes	yes	yes
CSM NY Rye	45-48	Brad, Tville, Opika	127%	51%	11%	-7%	yes	no	yes	yes	yes	yes
CSM Jew Rye & SD	49-52	Tville, VR, Tusc, Opika, Mrstwn, Laf, Bkfd, WT	42%	13%	1%	1%	yes	yes	yes	yes	yes	yes
	49-52	Miami, Jax, Brad, Jmstwn, NO, Mrstwn	29%	10%	-5%	-2%	yes	no	yes	yes	yes	no

The four most successful promotions at Winn Dixie were the Nat Own 100%, B&S Rolls and the two CSM Rye features.

Thomasville, Bradenton and Opelika participated in all four of the events that made Breakeven.

Kroger

Item	Stocks Parti	Manufacturing plants	Process time hours	Capacity units/hr	Change over hrs	Setup time hrs	Cost / unit ₹	Quality % (Cpk)	Lead time (days)	Material cost ₹
Nat Own 100% 1526	41-44	VR, ET, Jax	58%	36%	-2%	4%	yes	yes	yes	yes
Nat Own Butter	41-44	all	47%	25%	4%	0%	yes	no	yes	yes
Old Fash	42-43	FS, WT, BR	188%	117%	20%	2%	yes	no	yes	no
Nat Own Hnywht	45-48	all	22%	-5%	4%	-7%	no	no	no	yes
CSM Rye & SD	49-52	all	43%	8%	-3%	-7%	yes	no	yes	yes

Nat Own 100% features reached Breakeven in both Quarter 3 & 4 in Kroger.

CSM Rye & SD also made Breakeven. The last three CSM Loaf features have reached Breakeven in Kroger.

Nat Own Honeywheat has done well at Kroger in the past but did not make Breakeven in period 12. We had similar pricing as in the previous features so this appears to be related to the timing (holidays) and/or execution.

Food Lion

Item	Weeks Total	Participating plants	Not Own Lift vs base	Not Own Lift vs base	Not Own Lift vs base	Not Own Lift vs base	Not Own Lift vs base	Not Own Lift vs base	Not Own Lift vs base	Class BE (Y/N) vs PY
Nat Own Butter	41-44	HR, Jax, Jmstn, Lynch, Mrstwn, VR	54%	29%	-7%	-4%	yes	no	yes	no
Nat Own Hnywht	45-48	all	33%	5%	-11%	-11%	no	no	no	no
Nat Own Sug Free	45-48	Jmstn, Glds, Lynch, Blfd, Jax, Mrstwn	10%	-9%	-9%	-10%	no	no	no	no
Nat Own Butter	49-52	HR, Glds, Jmstn, Jax, Mrstwn, VR	20%	13%	-2%	3%	yes	yes	yes	no
Whitewheat	49-52	all	56%	26%	10%	9%	yes	yes	no	no

Only one of four Nat Own features made Breakeven in Food Lion.

The last two Honeywheat features in Food Lion have not made Breakeven. It appears that you can not sell enough units to offset the steep price reduction. The avg price on the Period 10 Honeywheat feature was \$1.16/unit. Avg price in Period 12 was \$1.21/unit. Non feature price was \$1.52-\$1.55/unit.

Note: Pricing seems to have made the difference in the two Butterbread features. Avg price on the Period 11 Butterbread feature was \$1.13 vs \$1.34 for the Period 13. Only the Period 13 feature made Breakeven.

Publix

Item	Weeks Featured	Participating Plants	Unit Lift to Base	Unit Lift to Base	Unit Lift to Base	Unit Lift to Base	Unit Lift to Base	Unit Lift to Base	Unit Lift to Base	Unit Lift to Base	Unit Lift to Base	Unit Lift to Base
Nat Own Butter	41-44	Miami, ET, Brd,Jax,										
Nat Own 100% 1526	41-44	Mrstwn,VR, Tville	23%	1%	4%	2%	no	yes	yes	yes	yes	yes
Nat Own Hnywht	45-48	VR, Brd & Jax	34%	5%	4%	3%	no	yes	yes	yes	yes	yes
Nat Own Butter	49-52	all	17%	-5%	-1%	-3%	no	no	no	no	yes	yes
Giant 1038	49-52	Miami & Jax	4%	-5%	-5%	-2%	no	no	no	yes	yes	yes
		VR & Tville	25%	5%	5%	2%	no	yes	yes	no	yes	yes

Three of five features made Breakeven in Publix.

The Honeywheat feature failed to reach Breakeven in Publix for the third consecutive time. All three features were at a \$.20-.30/unit discount. This has generated a minimal unit lift 10-17%.

One of the two Butterbread features reached Breakeven. This appears to be pricing related. The Period 11 (wk 41-44) feature had an avg price of \$1.24/unit and generated a 23% unit lift. The Period 13 (wk 49-52) was at \$1.34/unit and only generated a 4% lift.

The last two 100% Wheat features in Publix have reached Breakeven at Publix.

Albertsons

Item	Grades to be blended	Participating plants	Plant No.	Plant No. of the blend	Grain blend (%)	Grain blend (%)	Grain blend (%)	Grain blend (%)	Grain blend (%)
Nat Own Butter	41-44	Brd, Jax, Miami, Bunny, Tville	62%	33%	-4%	-8%	yes	no	no
Giant 1038	41-44	Tyler, SA	46%	30%	5%	3%	yes	yes	no
Nat Own Hnywht	45-48	all	40%	14%	6%	2%	yes	yes	no
B & S Flake Rolls	45-48	Tyler, EP & Brd	789%	564%	732%	532%	yes	yes	yes
Whitewheat	49-52	Tyler, SA & Laf	54%	26%	7%	5%	yes	yes	no

All features in Albertsons except Nat Own Butterbread reached Breakeven.

Giant features do well in Albertsons. The last four have made Breakeven.

Honeywheat fared better than in period 10. This may be due to pricing. Avg price/unit was \$1.19 in period 12 vs. \$1.23 in period 10.

The last two Whitewheat features have made Breakeven in Albertsons.

Ingles

Item	Models Featured	Particulars of Plans	Price Range	Price per sq. ft.	Price per sq. ft.	Price per sq. ft.	Price per sq. ft.	Price per sq. ft.	Price per sq. ft.	Price per sq. ft.	Price per sq. ft.	Price per sq. ft.
Giant 1038	41-44	VR, Oplka, Tville	28%	8%	14%	4%	yes	yes	no	no	no	no
Nat Own 100% 1526	41-44	VR, Oplka, Tville	66%	31%	6%	7%	yes	yes	yes	no	no	no
Nat Own Butter	41-44	VR, Jmsth,	85%	52%	6%	4%	yes	yes	yes	no	no	no
Nat Own Hnywht	45-48	all	36%	-5%	-3%	-14%	no	no	no	no	no	no
Giant 1038	49-52	all	24%	4%	9%	4%	no	yes	no	yes	yes	yes

Every feature except Honeywheat made Breakeven at Ingles. The last two Honeywheat features did not reach Breakeven in Ingles.

The white bread features (Giant and Butterbread) did well in Ingles. The previous White Bread feature (period 8), did not breakeven. This may have been due to timing with school starting back.

100% did make Breakeven in period 11. It did not in period 9. This appears to be due to pricing. Avg price/unit was \$1.12 in period 9 vs \$1.27 in period 11.

Harris Teeter

[illegible]

Only the CSM feature reached breakeven in Harris Teeter. CSM features fare well in Harris Teeter. The last four have made Breakeven.

Our previous three white bread features have not reached Breakeven in Harris Teeter.

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Davis Region Features

Chain	Item	Weight Pounds	Product Name	Quantity Lbs per bag	Price per lb	% off	Brand	Color	Material	Size	Unit Price	Unit Cost	Unit Profit	Unit Margin %	Order Qty
Brookshire Bros	Nat Own Hnywht	41-44	all		25%	41%					31%	23%	yes	yes	
	Whitewheat	49-52	Hou, Laf &	34%	6%						-5%	-8%	no	no	
	Nat Own Sug Free	41-44	Tyler & Ft	26%	2%						-5%	-1%	no	yes	yes
	Whitewheat	41-44	all	44%	20%						-16%	-12%	no	no	no
	Hot dogs	41-44	Tyler & Ft	40%	6%						6%	-8%	no	yes	yes
Brookshire Bros	Nat Own Hnywht	45-48	all	39%	9%						6%	-1%	no	yes	yes
	Whitewheat	49-52	all	50%	17%						2%	-2%	yes	no	no
Fiesta	Nat Own Hnywht	41-44	Hou	79%	34%						43%	15%	yes	yes	yes
	Whitewheat	45-48	Hou & SA	385%	227%						66%	40%	yes	yes	yes
HEB	Nat Own Hnywht	41-44	Houston	8%	-18%						2%	-8%	no	no	yes
HEB	24 oz Rtop	45-48	all	12%	na						23%	na	yes	no	yes
HEB	Whitewheat	45-48	all	12%	-9%						23%	19%	no	no	yes
HEB	CSM Jew Rye	49-52	all	12%	-24%						-13%	-15%	no	no	yes

Of the regional accounts in the Davis region, Brookshire Bros, HEB and Fiesta had the most success.

In Fiesta, the Honeywheat and Whitewheat features were also successful last quarter.

None of the features in Brookshire Grocery reached Breakeven.

NOTE: The last five white bread promotions in Brookshire Groc have failed to reach Breakeven.

Scott Region Features

Chain	Store	Store Type	Store Name	Store Address	Store City	Store State	Store Zip	Store Phone	Store Fax	Store Email	Store Website	Store Hours	Store Manager	Store Assistant	Store Supervisor	Store Owner	Store Franchise	Store License	Store Status	Store Notes
A&P	Nat Own Hnywht	NO	45-48	NO	9%	-17%	-7%	-14%	no	no	no	no	no	no	no	no	no	no	no	no
A&P	Whitewheat	BR	49-52	BR	7%	-17%	5%	0%	no	no	no	no	no	no	no	no	no	no	no	no

Neither promotion in A&P made Breakeven.

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12

In Food City, Whitewheat reached Breakeven in period 13. Whitewheat also was featured in period 10 and did not Breakeven. This appears to be pricing related. Avg price/unit was \$.98 in period 10 vs \$1.04 in period 13.

NOTE: In Farmfresh, Mary Jane B&S Rolls were \$1.28/unit PY vs. \$.85 this year.

Hocutt Region Features

	Account Name	Product	Port Unit 1941-44 \$1000	Port \$ 1941-44 \$1000	Port % 1941-44 \$1000	Port \$ 1945-48 \$1000	Port % 1945-48 \$1000	Port \$ 1949-52 \$1000	Port % 1949-52 \$1000	Port \$ 1953-56 \$1000	Port % 1953-56 \$1000	Class III (VIN) no by
Brunos	Nat Own 100%	Opka, Tville,	28%	7%	2%							no
Brunos	Nat Own Sug Free	41-44 42-44 all	87%	44%	9%							no
Brunos	Nat Own Butter	NO,	186%	102%	4%							yes
Brunos	Nat Own Sug Free	41-44 46-47 all	31%	4%	-4%							no
Brunos	Giant 1038	49-52 Tville & Tville,	13%	6%	9%							no
Brunos	Whitewheat	49-52 Tusc & Tville,	50%	17%	9%							no
Brunos	Rye/SD/Pump	49-52 Tville, Tusc, NO,	44%	13%	-7%							no
Harveys	Giant 1038	41-44 Tville, VR	31%	12%	21%							yes
Harveys	1022 Old Fash	45-48 Tville & Tville &	76%	55%	-32%							yes
Harveys	Giant 1038	49-52 VR	40%	20%	15%							yes
Harveys	Whitewht	49-52 VR	219%	117%	15%							yes

The regional accounts in the Hocutt region had the most success with the White bread features especially in period 13.

All three white bread features made Breakeven in Brunos. Two of four reached Breakeven in Harveys.

Summary

1. During period 11, we had 15 White bread features. Only 6 made Breakeven. We also had 13 Soft Variety features. 7 of these made Breakeven.
2. During period 12, we had 8 White bread features and 3 made Breakeven. We had 12 Soft Variety features. Only 1 of these reached Breakeven.
3. We fared much better in period 13. We had 20 White bread features and 11 reached Breakeven. We also had 5 CSM Loaf features. 3 of these made Breakeven.

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Manufacturing Update

National Account
Division

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FBI 00456

Project Status Report Flowers Bakeries Week 2

Project Initiation Date	Project/Description	Current Status	Next Steps	Responsibility	Timing for Next Steps
08/06/02	Nature's Own "Low Sodium" 16 oz bread	Test doughs for market samples have been produced.	Introduce product	Bradenton, Thompson	Week of 1/27
08/06/02	Nature's Own "Reduced Carbohydrate" 20 oz bread	Goldsboro and Houston have produced market samples. Thomasville and Ft Smith are continuing to test.	Finalize formula in Ft Smith and Thomasville.	Thomasville, Smith, Thompson	Week of 1/13
08/06/02	Nature's Own "Calcium Plus" fortified 16 oz bread	Market samples have been produced in all plants.	Introduce product	Plants, R. Thompson	Week of 1/27
10/17/02	Betsy Ross "35 calorie" White and Wheat bread to meet competition in Region 3	Bags have been ordered.	Run plant trials.	R. Thompson, Moon	Based on availability of bags.
08/03/02	Extend shelf life of mini doughnuts at TVL to 21 days	Product from three separate trials evaluated with no preferred mix being chosen.	Evaluate mix from Baker and Baker and B C Williams.	Thomasville, C. Moon	Week of 1/13
10/03/02	Convenience package of Mini Doughnuts	Purchasing is checking into options for a package that will hold 6 doughnuts and fit into cupholder.	Have met with packaging supplier.	Marketing, Benton	ongoing
10/14/02	Cobblestone Mill "Sugar Free" Bread	Formula approved.	Generate Nutrition Facts and ingredient panel.	R. Thompson, Moon	Week of 1/13
09/03/02	Reduction of "trans fat" in cake and fried items	Scheduled to meet with Cargill in February.	Determine internally what our objectives and restrictions are. Reschedule conference call.	Purchasing, Marketing, Tech Services	2/6/03
08/22/02	Krystal Sandwich "loaf" product	Additional samples of white product sent to Krystal 11/18.	Project on hold at Krystal pending market research results.	R. Thompson	To Be Determined
09/10/02	Krystal bun product	Four to six week market test set up using product produced in Opelika.	Krystal to evaluate results of market test.	Opelika, R. McDaniel	Week of 1/20
12/5/02	Cobblestone Mill Potato Bread	Working on full oval formula.	Send formula to Jamestown.	J town, C. Moon	To Be Determined
12/5/02	Cobblestone Mill Crunchy Oat	Jamestown has formula and ingredients.	Run plant trial.	J town, C. Moon	Week of 1/13
12/5/02	Cobblestone Mill Premium White	Working on full oval formula.	Send formula to Jamestown.	J town, C. Moon	To Be Determined
12/5/02	New toppings for full ovals	Suppliers getting samples together.	Send toppings to Jamestown.	J town, C. Moon	To Be Determined
12/12/02	Nature's Own full ovals for Batesville. Italian Sourdough, Ruben Rye, & Natural Grains	Converting existing formulas to Nature's Own. Generating Nutrition Facts and ingredient legends.	Run plant trials in Batesville.	Batesville, Rhodes, Moon	At conclusion of bromate alternative tests.
12/19/02	Natures Own Light Italian	Convert current Batesville formula to light formula.	Run samples and have analyzed	R Thompson, C. Moon	Week of 1/13

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**National Account
Review**

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Flowers Bakeries, LLC
Quarter 4, 2002
Key Account Overview

Walmart

1. Sales for the quarter were \$29.9 million up 28.3 %.
2. Jim Bilgisher (DMM) and Barney Castro (Buyer) have announced their retirement at the end of January, 2003. The new buyer is Patrick Haines; Jim's replacement has not been announced.
3. We reset 180 Wal-Mart Supercenters/ Neighborhood markets in our area during the quarter. We gained 2,931 linear feet.
4. Mrs. Bairds will produce the wide pan Ovals for Texas. It will be a 16 oz. size and will retail for \$.88. We hope to get the wide pan business for NC, SC, MS, AL, GA, VA, WV, and TN.. Ours will be a 20 oz. Loaf and will retail 2 for \$2.00. In addition to the volume for the plant, we will get 3 to 4 additional shelves for Cobblestone Mill.

Winn Dixie/ SaveRite

1. Sales for the quarter were \$24.0 million down 2.8%.
2. During the quarter bread was in the Ad 8 of the 12 weeks. We had Nature's Own Whitewheat, Butterbread and Cobblestone Mill Sandwich Buns in three different ads. Private Label was in the ad four of the remaining five weeks and competition was in one week.
3. Winn Dixie authorized additional off -rack displays for the 2/\$3.00 Multipack Cakes and Cobblestone Mill Waffles.
4. The Customer Reward continues to be successful in Winn Dixie. This has really improved sales in Charlotte and Raleigh Division stores.
5. We had a price increase on Private Label Bread that was effective 12/02/02 and on cake that was effective 12/23/02. This will add about \$1.2 million in additional margin during 2003.

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SaveRite

1. SaveRite opened a new store in Orlando and reopened a store in Atlanta that had been closed during the quarter. SaveRite now has 58 stores.
2. We have 2 Ads per month in the SaveRite stores.
3. SaveRite is opening 2 stores in the Tampa area during Q-1.

Kroger

1. Sales for the quarter were \$12.4 million up 3.5 %.
2. Kroger opened 8 stores and closed 2 for a net of 6 new stores.
3. Heiner (Sara Lee) was put in 7 stores in the Blacksburg, VA/ Radford, VA area.
4. Currently we have a cake test in the Atlanta KMA in 21 stores. We have a snack cake wooden display rack in the stores and are selling about \$200-\$225/week/ store. Our next step is to get 3 to 4 shelves of cake space on the bread rack for our larger cake.
5. Kroger had several management changes during the quarter. They are:
 - A. Penny Goodin promoted to VP of Operations to Mid Atlantic KMA, she came from Mid South KMA.
 - B. Bob Zinke promoted to Regional Vice President. He came from Texas.
 - C. Bill Brett promoted to President of South West KMA in Texas.
 - D. Jim Bob Knott from Category Manager of Bakery in Delta KMA to Corporate Buyer in Cincinnati of Paper Goods.

Food Lion/ Kash n Karry

1. Sales for the quarter were \$9.8 million down 1.1%.
2. Flowers and Food Lion began a two store test beginning 11/4/02 with Scan Based Trading. The results have been terrific with sales increases in both stores and less than .2% overall shrink. Flowers distributors and Mary Jane route salesmen have been involved in the test.
3. We finalized our 2003 Bread Program with Food Lion with the following key points:
 - A. We will pick up at least one shelf and in many cases two shelves for our Cobblestone Mill breakfast items in the new breakfast sets.
 - B. Flowers brands will move to 2nd position on the bread racks with private label moving to last position.
 - C. In stores with Flowers / Bluebird cake endcaps we gain the left side as well as currently having the entire front of the rack.
 - D. We get a 2' wooden display in the bread aisle for all stores for Ad items / features for the entire year.

Food Lion / Kash n Karry (continued)

4. Q-1 plans include the utilization of Food Lion's decision to advertise branded bread items regularly. Eight ad spots are on tap for the first sixteen weeks of the year, beginning with the 1/29 ad introducing the two new Nature's Own items.
5. We have eight weeks of snack cake displays approved during the first quarter.
6. Confirmed Ads for the 1st quarter so far are:
 - 1/29 Nature's Own Ultra Wheat and Premium Wheat
 - 2/12 Nature's Own Butterbread (Mary Jane Butterbread will run in the Norfolk market)
 - 2/26 Nature's Own Honey Wheat in the Virginia ad market
7. Food Lion announced the layoff at their Corporate Office of 200+ people and the closing of 41 stores.

Kash n Karry

1. Sales for the quarter were \$.8 million up 7.5%.
2. The participation in the PMP-EDLP program is paying off for us as we were up 7.5% in sales and nearly 27% up in units in the 4th qtr.
3. Cobblestone Mill Breakfast Displays were approved for all Kash n Karry stores for 2003.
4. Ads are selected from the EDLP-PMP bids:
 - 1/1 Nature's Own Whitewheat
 - 1/8 Nature's Own Lights
 - 1/22 Spoleto Italian (front page)

Publix

1. Sales for the quarter were \$8.2 million up 7.3 %.
2. Publix's overall corporate same store sales were down 1.1 % for the quarter.
3. We are gaining an average of 2 ft. for Cobblestone Mill set when new stores open on the West Coast of Florida (Bradenton).
4. Publix opened 27 new stores and closed 4 stores for a total of 744 stores. Their plans are to open about the same amount of stores they opened last year, approximately 18 stores.
5. Publix entered the Nashville markets with 2 stores in October and 2 more stores in December.
6. Publix moved the Corporate Buying office into their new Corporate Headquarters on Airport Rd.

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HEB

1. Sales for the quarter were \$5.4 million up 22.7%.
2. We have experience tremendous growth with HEB over the last 3 years. Our increase has been 20%+ for each of those years.
3. HEB has great growth plans for the Houston area in 2003 with 13 large stores planned.
4. We have displays approved 52 weeks per year in HEB in 2002; double what we had in 2001.
5. We will have Cobblestone Mill on the deli boards for 40-50 stores for 2003.

Albertson's

1. Sales for the quarter were \$3.6 million down 13.2 %.
2. Albertson's sales continue to struggle as they have closed several stores this year and their same store sales declined 1.2% for the quarter.

Bi-Lo

1. Sales for the quarter were \$1.5 million down \$88,000.
2. Theme shippers (Sportsman Honeybuns, and Red Velvet Bingles) were approved during the quarter.
3. We ran Cobblestone Mill Sandwich Rolls in their Ad week 52 and had sales increases of 78%.
4. We have presented a brand program for 2003 and are awaiting their answer. We hope to increase our space from 7% -10% of the rack to 15%-18% of the rack.

Harris Teeter

1. Sales for the quarter were \$1.1 million up 7.9%.
2. We had an Ad on the Cobblestone Mill Full Ovals during the 4th quarter resulting in additional sales of \$22,000.
3. We are bidding on their private label on January 16th, 2003.
4. We reset 6 stores per month and gain on average 8-12 linear feet per store.
5. Beginning January 13th, 2003, we will begin putting in Cobblestone Mill bagels in the bagel section of the stores. We will gain 3-4 linear feet per store which should result in \$5,000/ week in additional sales.
6. The bread program for Harris Teeter is up for bid and should be finalized in late January or early February. Merita currently has the program.

K-mart

1. Sales for the quarter were \$1.9 million down 14.6 %.
2. K-mart has announce additional stores closing due to poor sales performance. We do not have a final list at the present time.
3. K-mart's same store sales are down in the 3.5% to 4% range.

Target

1. Sales for the quarter were \$.7 million up 43.4%.
2. Target has been disappointed with their food sales in the SuperTarget stores.

Sam's

1. Sales for the quarter were \$1.9 million up 11.4%.
2. On January 18th, we will replace the Members Mark private label in the Florida Sam's (33) with our branded products which should give us additional and more profitable sales.
3. Sam's buyer Dave Stout moved to another category, the new buyer is Carolyn Beavers who was an assistant buyer prior to her promotion.
4. We are working with Sam's and hope to become the category captain for them.

Dollar General

1. Sales for the quarter were \$3.1 million up 40.9%.
2. We currently work 3,263 stores with a store average of \$83/ week.

Big Lots

1. Sales for the quarter were \$.5 million and were even with last year.

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Foodservice Overview

1. **Denny's** - A 3% price increase was approved by Denny's and took effect on December the 30th. The increase is equal to about \$108,000 in additional annual sales.
2. **Arby's** - A 3% price increase was approved by Arby's in Florida. The increase took effect December the 30th. The increase is equal to about \$33,000 in additional annual sales.
3. **Compass Group** - We picked up a new group of correctional accounts and will roll them out in January. The estimated annual sales will be \$200,000. We also picked up all of the Morrison's Healthcare accounts and will begin service in late January. The estimated annual sales should be about \$1.0 million.
4. **Hardee's** - We have gotten two new buns approved for Hardee's this quarter. Hardee's will be going to a new menu and will be eliminating all of the buns that we currently sell to their restaurants. The new menu will consist of the two new buns.

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Sales Review

Class 1 White Bread

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4th Quarter, 2002 vs 4th Quarter, 2001

FBI 00466

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Region		4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 1	BATON ROUGE VP	1,694,315	3,651	0.2 %	0.5 %	\$2,151,464	\$79,681	3.8 %	1.7 %	\$1.27	\$1.23	\$0.04
	BRADENTON VP	1,108,524	146,126	15.2 %	-1.0 %	\$1,256,328	\$97,457	8.4 %	-0.7 %	\$1.13	\$1.20	-\$0.07
	JACKSONVILLE VP	1,025,643	-230,155	-18.3 %	-11.5 %	\$1,247,192	\$-169,996	-12.0 %	-7.0 %	\$1.22	\$1.13	\$0.09
	LAFAYETTE VP	2,201,032	-92,523	-4.0 %	-3.4 %	\$3,112,331	\$86,794	2.9 %	-0.4 %	\$1.41	\$1.32	\$0.09
	MIAMI VP	1,778,588	-173,019	-8.9 %	-4.6 %	\$2,445,934	\$-72,835	-2.9 %	-4.1 %	\$1.38	\$1.29	\$0.08
	NEW ORLEANS VP	3,380,569	-146,429	-4.2 %	-2.8 %	\$5,153,942	\$130,330	2.6 %	-0.3 %	\$1.52	\$1.42	\$0.10
	ORLANDO VP	632,435	67,807	12.0 %	-6.7 %	\$750,949	\$59,957	8.7 %	-4.7 %	\$1.19	\$1.22	-\$0.04
Region 1		11,821,106	-424,542	-3.5 %	-3.8 %	\$16,118,139	\$211,388	1.3 %	-1.5 %	\$1.36	\$1.30	\$0.06

Region		4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 2	EL PASO VP	552,940	82,390	17.5 %	10.7 %	\$498,881	\$71,157	16.6 %	12.5 %	\$0.90	\$0.91	-\$0.01
	FORT SMITH VP	761,793	-112,056	-12.8 %	-10.0 %	\$952,342	\$-160,119	-14.4 %	-11.0 %	\$1.25	\$1.27	-\$0.02
	HOUSTON VP	3,423,348	218,346	6.8 %	-1.3 %	\$3,495,511	\$103,953	3.1 %	-1.4 %	\$1.02	\$1.06	-\$0.04
	MEMPHIS VP	387,974	-218,332	-36.0 %	-7.4 %	\$497,770	\$-188,156	-27.4 %	-11.9 %	\$1.28	\$1.13	\$0.15
	SAN ANTONIO VP	3,547,015	88,168	2.5 %	0.7 %	\$3,557,173	\$114,097	3.3 %	2.5 %	\$1.00	\$1.00	\$0.01
	TYLER VP - DALL	963,352	50,247	5.5 %	0.8 %	\$1,102,661	\$40,333	3.8 %	3.4 %	\$1.14	\$1.16	-\$0.02
	TYLER VP - TYLER	2,012,217	-266,322	-11.7 %	-5.5 %	\$2,415,376	\$-320,680	-11.7 %	-4.9 %	\$1.20	\$1.20	-\$0.00
Region 2		11,648,639	-157,564	-1.3 %	-1.9 %	\$12,519,715	\$-339,416	-2.6 %	-1.7 %	\$1.07	\$1.09	-\$0.01

Region		4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 3	BLUEFIELD VP	2,920,790	101,983	3.6 %	1.8 %	\$3,304,506	\$197,854	6.4 %	0.5 %	\$1.13	\$1.10	\$0.03
	GOLDSBORO VP	1,846,372	-14,080	-0.8 %	-0.6 %	\$2,110,208	\$9,377	0.4 %	-2.1 %	\$1.14	\$1.13	\$0.01
	HAMPTON ROADS	1,012,034	-216,591	-17.6 %	39.7 %	\$1,152,103	\$-75,577	-6.2 %	56.8 %	\$1.14	\$1.00	\$0.14
	JAMESTOWN VP	1,902,938	72,006	3.9 %	2.9 %	\$2,365,647	\$-17,319	-0.7 %	-9.7 %	\$1.24	\$1.30	-\$0.06
	LYNCHBURG VP	1,893,211	-123,999	-6.1 %	-4.2 %	\$2,264,916	\$-190,197	-7.7 %	-8.9 %	\$1.20	\$1.22	-\$0.02
	MORRISTOWN VP	907,440	-110,641	-10.9 %	4.3 %	\$1,175,279	\$-97,263	-7.6 %	-3.5 %	\$1.30	\$1.25	\$0.05
Region 3		10,482,785	-291,322	-2.7 %	2.4 %	\$12,372,658	\$-173,124	-1.4 %	-0.8 %	\$1.18	\$1.16	\$0.02

Region		4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 4	NASHVILLE VP	731,262	380,955	108.7 %	145.6 %	\$666,802	\$303,068	83.3 %	92.7 %	\$0.91	\$1.04	-\$0.13
	OPELIKA VP	1,059,207	-35,006	-3.2 %	-3.0 %	\$1,423,135	\$-69,560	-4.7 %	-4.0 %	\$1.34	\$1.36	-\$0.02
	THOMASVILLE VP	2,271,189	-163,188	-6.7 %	-3.0 %	\$3,052,595	\$-214,156	-6.6 %	-2.7 %	\$1.34	\$1.34	\$0.00
	TUSCALOOSA VP	2,286,861	-143,881	-5.9 %	-3.5 %	\$3,135,849	\$-154,444	-4.7 %	-4.8 %	\$1.37	\$1.35	\$0.02
	VILLA RICA VP- N	1,826,651	-74,546	-3.9 %	-4.0 %	\$2,637,175	\$-43,591	-1.6 %	-3.0 %	\$1.44	\$1.41	\$0.03
	VILLA RICA VP- S	1,800,610	-26,823	-1.5 %	-2.5 %	\$2,527,015	\$16,521	0.7 %	-1.3 %	\$1.40	\$1.37	\$0.03
Region 4		9,975,780	-62,489	-0.6 %	1.0 %	\$13,442,571	\$-162,163	-1.2 %	-0.9 %	\$1.35	\$1.36	-\$0.01

Total Co.		43,928,310	-935,917	-2.1 %	-0.7 %	\$54,453,083	-\$463,315.33	-0.8 %	-1.2 %	\$1.24	\$1.22	\$0.02
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Class 1 by Label 4th Qtr. 2002

100

		2002	Dollars	2001	Dollars	Var.	\$ Var.	Unit Var. %	\$ Var. %
HAMPTON ROAD	100-FLOWERS	377	\$838	378	\$844	-1	-\$6	-0.3 %	-0.8 %
	101-SUNBEAM	416,447	\$462,137	501,173	\$517,854	-84,726	-\$55,717	-16.9 %	-10.8 %
	108-BUNNY			1,467	\$2,419	-1,467	-\$2,419	-100.0 %	-100.0 %
	125-FLOWERSPR			4,695	\$4,948	-4,695	-\$4,948	-100.0 %	-100.0 %
	134-WHITEWHI	34,991	\$51,570	39,994	\$51,165	-5,003	\$405	-12.5 %	0.8 %
	195-MJANE	3,793	\$4,702			3,793	\$4,702		
	201-MARYJANI	629,134	\$691,911	765,887	\$715,556	-136,753	-\$23,645	-17.9 %	-3.3 %
HAMPTON ROAD	Sum:	1,084,742	\$1,211,158	1,313,594	\$1,292,786	-228,852	-\$81,628	-17.4 %	-6.3 %

LYNCHBURG	101-SUNBEAM	1,741,269	\$2,051,250	1,777,744	\$2,169,126	-36,475	-\$117,876	-2.1 %	-5.4 %
	125-FLOWERSPR	-5,520	-\$4,090	49,467	\$41,259	-54,987	-\$45,349	-111.2 %	-109.9 %
	134-WHITEWHI	115,061	\$169,941	123,472	\$183,808	-8,411	-\$13,868	-6.8 %	-7.5 %
	195-MJANE	2,437	\$3,424			2,437	\$3,424		
	201-MARYJANI	39,964	\$44,392	66,771	\$60,966	-26,807	-\$16,574	-40.1 %	-27.2 %
LYNCHBURG	Sum:	1,893,211	\$2,264,916	2,017,454	\$2,455,160	-124,243	-\$190,243	-6.2 %	-7.7 %

MORRISTOWN	108-BUNNY	259,878	\$335,781	435,699	\$552,924	-175,821	-\$217,142	-40.4 %	-39.3 %
	125-FLOWERSPR			2,259	\$2,881	-2,259	-\$2,881	-100.0 %	-100.0 %
	134-WHITEWHI	416,909	\$575,621	483,984	\$633,350	-67,075	-\$57,729	-13.9 %	-9.1 %
	195-MJANE	230,667	\$263,893	96,139	\$83,388	134,528	\$180,505	139.9 %	216.5 %
MORRISTOWN	Sum:	907,454	\$1,175,295	1,018,081	\$1,272,542	-110,627	-\$97,247	-10.9 %	-7.6 %

	Sum:	3,885,407	\$4,651,369	4,349,129	\$5,020,488	-463,722	-\$369,119	-10.7 %	-7.4 %
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CONFIDENTIAL COUNSEL
ONLY

FBI 00467

Class 1 White Bread

4th Quarter, 2002 vs 4th Quarter, 2001

100

	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %
114-PURITY		-24,986	-100.0 %	-92.0 %		\$-28,418	-100.0 %	-92.5 %
101-SUNBEAM	20,844,899	-942,600	-4.3 %	-2.9 %	\$25,270,235	\$-919,342	-3.5 %	-3.0 %
108-BUNNY	7,887,189	33,172	0.4 %	-5.1 %	\$10,714,211	\$215,132	2.0 %	-4.3 %
134-WHITEWHEAT	4,900,681	-78,358	-1.6 %	-4.0 %	\$6,269,784	\$-258,985	-4.0 %	-4.9 %
740-BUTTERKRUST	3,216,067	109,335	3.5 %	2.1 %	\$3,280,036	\$149,666	4.8 %	3.8 %
109-EVANGINEMA	1,692,658	-82,563	-4.7 %	-3.0 %	\$2,453,652	\$94,426	4.0 %	0.2 %
106-DANDEE	1,748,739	-167,286	-8.7 %	-4.4 %	\$2,403,242	\$-68,659	-2.8 %	-3.9 %
195-MJANE	1,121,323	851,503	315.6 %	1875.8 %	\$1,100,110	\$873,048	384.5 %	2043.2 %
115-BETSYROSS	900,210	-46,181	-4.9 %	-10.9 %	\$1,014,216	\$-14,161	-1.4 %	-9.6 %
201-MARYJANE	668,971	-178,582	-21.1 %	177.0 %	\$736,016	\$-55,518	-7.0 %	228.6 %
125-FLOWERSPREM	522,232	-372,709	-41.6 %	-37.1 %	\$705,475	\$-364,196	-34.0 %	-35.7 %
107-FLOWERSIDEA	347,920	-62,660	-15.3 %	-11.1 %	\$426,006	\$-88,232	-17.2 %	-10.6 %
113-HOLSUMBRANI	85,777	-16,941	-16.5 %	-14.8 %	\$116,808	\$-22,501	-16.2 %	-15.1 %
765-RECO	110,803	17,465	18.7 %	48.7 %	\$49,861	\$7,859	18.7 %	65.0 %

FBI 00468

CONFIDENTIAL COUNSEL
ONLY

Sunbeam Class 1 4th Qtr. 2002 vs 4th Qtr. 2001

*clear
part
for*

	2002		2001		Unit Var.	\$ Var.	Unit Var. %	\$ Var. %	2002	2001	2002-2001
SAND 24 OZ 16 GNT	12,488,672	\$15,660,015	13,548,387	\$16,743,074	-1,059,715	-\$1,083,059	-7.8 %	-6.5 %	\$1.25	\$1.24	\$0.02
OLDFASH 20 OZ	2,168,350	\$2,880,454	2,216,137	\$2,814,571	-47,787	\$65,883	-2.2 %	2.3 %	\$1.33	\$1.27	\$0.06
TOP 16 OZ	1,058,032	\$1,036,341	1,001,898	\$965,450	56,134	\$70,891	5.6 %	7.3 %	\$0.98	\$0.96	\$0.02
TOP 24 OZ	1,075,993	\$1,027,344	814,249	\$819,163	261,744	\$208,181	32.1 %	25.4 %	\$0.95	\$1.01	-\$0.05
OLDFASH 24 OZ	851,065	\$1,045,355	868,657	\$1,027,555	-17,592	\$17,800	-2.0 %	1.7 %	\$1.23	\$1.18	\$0.05
SAND 16 OZ	606,931	\$738,727	684,150	\$794,610	-77,219	-\$55,883	-11.3 %	-7.0 %	\$1.22	\$1.16	\$0.06
SAND 20 OZ	438,605	\$503,851	489,576	\$547,311	-50,971	-\$43,460	-10.4 %	-7.9 %	\$1.15	\$1.12	\$0.03
1/4" TEX TOAST 24 O	451,947	\$545,706	398,681	\$487,137	53,266	\$58,570	13.4 %	12.0 %	\$1.21	\$1.22	-\$0.01
OLDFASH HND TWIS	518,437	\$559,353	323,510	\$358,903	194,927	\$200,450	60.3 %	55.9 %	\$1.08	\$1.11	-\$0.03
SAND 24OZ 14"	371,037	\$327,182	435,198	\$403,106	-64,161	-\$75,924	-14.7 %	-18.8 %	\$0.88	\$0.93	-\$0.04
TOP 20 OZ	466,859	\$428,712	253,347	\$249,740	213,512	\$178,972	84.3 %	71.7 %	\$0.92	\$0.99	-\$0.07
TOP HND TWIST 16	106	\$119	214,457	\$233,167	-214,351	-\$233,048	-100.0 %	-99.9 %	\$1.12	\$1.09	\$0.03
OLDFASH 18 OZ	-4	-\$9	187,575	\$225,358	-187,579	-\$225,367	-100.0 %	-100.0 %	\$2.19	\$1.20	\$0.99
RTOP 18 OZ	85,253	\$119,946	99,658	\$129,525	-14,405	-\$9,578	-14.5 %	-7.4 %	\$1.41	\$1.30	\$0.11
SAND 32 OZ (2LB CL	76,571	\$115,078	70,909	\$106,929	5,662	\$8,149	8.0 %	7.6 %	\$1.50	\$1.51	-\$0.01
SAND 24 OZ 22 SLIC	59,935	\$35,014	68,638	\$43,875	-8,703	-\$8,861	-12.7 %	-20.2 %	\$0.58	\$0.64	-\$0.06
2PK 16" SAND 24 OZ	41,915	\$105,469	52,763	\$130,762	-10,848	-\$25,293	-20.6 %	-19.3 %	\$2.52	\$2.48	\$0.04
1/4" TEX TOAST 20 O	48,886	\$61,875	26,940	\$37,270	21,946	\$24,605	81.5 %	66.0 %	\$1.27	\$1.38	-\$0.12
2PK SAND 20 OZ	15,566	\$41,924	14,802	\$40,762	764	\$1,162	5.2 %	2.9 %	\$2.69	\$2.75	-\$0.06
1" TEX TOAST 24 OZ	9,797	\$13,891	9,802	\$14,893	-5	-\$1,002	-0.1 %	-6.7 %	\$1.42	\$1.52	-\$0.10
2PK OLDFASH 20 OZ	4,240	\$8,836	3,664	\$5,344	576	\$3,492	15.7 %	65.3 %	\$2.08	\$1.46	\$0.63
2PK SAND 16" 24 OZ	6,823	\$15,300			6,823	\$15,300			\$2.24		\$2.24
2PK SAND 24 OZ			2,374	\$6,386	-2,374	-\$6,386	-100.0 %	-100.0 %		\$2.69	-\$2.69
2PK OLDFASH 18 OZ			1,820	\$3,955	-1,820	-\$3,955	-100.0 %	-100.0 %		\$2.17	-\$2.17
2 PK RTOP HND TWI			307	\$731	-307	-\$731	-100.0 %	-100.0 %		\$2.38	-\$2.38
Sum:	20,845,016	\$25,270,485	21,787,499	\$26,189,576	-942,483	-\$919,092	-4.3 %	-3.5 %	\$1.21	\$1.20	\$0.01

FBI 00469

CONFIDENTIAL COUNSEL
ONLY

3

Sunbeam Class 1 4th Quarter, 2002 vs 4th Quarter 2001

100

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	2002	2002	2001	2001	Unit Var.	\$ Var.	Unit Var. %	\$ Var. %
BRADENTON	460,830	\$520,577	392,497	\$456,222	68,333	\$64,355	17.4 %	14.1 %
JACKSONVILLE	675,647	\$791,682	877,909	\$951,799	-202,262	-\$160,117	-23.0 %	-16.8 %
NEW ORLEANS	562	\$823	569	\$807	-7	\$17	-1.2 %	2.1 %
BATON ROUGE	923,205	\$1,092,668	963,257	\$1,105,499	-40,052	-\$12,832	-4.2 %	-1.2 %
LAFAYETTE	27,675	\$30,790	41,081	\$42,444	-13,406	-\$11,654	-32.6 %	-27.5 %
HOUSTON	2,557,839	\$2,615,206	2,567,424	\$2,673,020	-9,585	-\$57,814	-0.4 %	-2.2 %
TYLER	2,362,845	\$2,753,280	2,478,586	\$2,911,955	-115,741	-\$158,675	-4.7 %	-5.4 %
SAN ANTONIO	138,307	\$125,824	188,474	\$179,715	-50,167	-\$53,891	-26.6 %	-30.0 %
EL PASO	500,439	\$456,368	452,697	\$407,810	47,742	\$48,559	10.5 %	11.9 %
FT. SMITH	746,336	\$926,420	853,959	\$1,078,875	-107,623	-\$152,455	-12.6 %	-14.1 %
WEST TENNESSE	310,436	\$406,997	482,285	\$570,190	-171,849	-\$163,193	-35.6 %	-28.6 %
JAMESTOWN	232,146	\$254,652	254,196	\$268,557	-22,050	-\$13,905	-8.7 %	-5.2 %
GOLDSBORO	1,400,169	\$1,559,111	1,488,756	\$1,631,122	-88,587	-\$72,011	-6.0 %	-4.4 %
HAMPTON ROAD	416,447	\$462,137	501,173	\$517,854	-84,726	-\$55,717	-16.9 %	-10.8 %
LYNCHBURG	1,741,269	\$2,051,250	1,777,744	\$2,169,126	-36,475	-\$117,876	-2.1 %	-5.4 %
BLUEFIELD	1,449,005	\$1,585,925	1,315,244	\$1,409,244	133,761	\$176,681	10.2 %	12.5 %
THOMASVILLE	1,471,899	\$1,994,603	1,635,730	\$2,155,874	-163,831	-\$161,271	-10.0 %	-7.5 %
OPELIKA	986,991	\$1,329,607	999,649	\$1,372,739	-12,658	-\$43,132	-1.3 %	-3.1 %
TUSCALOOSA	1,389,580	\$1,944,527	1,494,177	\$2,017,795	-104,597	-\$73,268	-7.0 %	-3.6 %
VILLA RICA	3,053,389	\$4,368,037	3,022,092	\$4,268,928	31,297	\$99,109	1.0 %	2.3 %
	20,845,016	\$25,270,485	21,787,499	\$26,189,576	-942,483	-\$919,092	-4.3 %	-3.5 %

FBI 00470

CONFIDENTIAL COUNSEL
ONLY

4

Nature's Own (excluding Lights and Sugar Free Bread)

4th Quarter, 2002 vs 4th Quarter, 2001

100

*White
Bread*

*M D
25-256*

Region	VP	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 1	BATON-ROUGE	258,156	46,043	21.7 %	19.2 %	\$387,624	\$92,562	31.4 %	20.3 %	\$1.50	\$1.39	\$0.11
	BRADENTON VI	1,551,755	-36,525	-2.3 %	-4.8 %	\$2,232,870	\$-1,556	-0.1 %	-3.4 %	\$1.44	\$1.41	\$0.03
	JACKSONVILLE	1,754,058	184,825	11.8 %	-5.6 %	\$2,282,231	\$132,518	6.2 %	-9.4 %	\$1.30	\$1.37	-\$0.07
	LAFAYETTE VP	377,542	8,662	2.3 %	2.4 %	\$582,134	\$57,574	11.0 %	6.1 %	\$1.54	\$1.42	\$0.12
<i>BB</i>	MIAMI VP	2,680,878	-314,077	-10.5 %	-4.3 %	\$4,129,642	\$-166,517	-3.9 %	0.2 %	\$1.54	\$1.43	\$0.11
	NEW ORLEANS	1,012,137	572	0.1 %	1.9 %	\$1,612,674	\$102,142	6.8 %	4.9 %	\$1.59	\$1.49	\$0.10
	ORLANDO VP	695,640	-27,412	-3.8 %	-5.2 %	\$1,013,903	\$-6,582	-0.6 %	-2.7 %	\$1.46	\$1.41	\$0.05
Region 1		8,330,166	-137,912	-1.6 %	-3.1 %	\$12,241,077	\$210,141	1.7 %	-1.2 %	\$1.47	\$1.42	\$0.05

Region	VP	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 2	EL PASO VP	773,377	-66,616	-7.9 %	4.4 %	\$1,124,888	\$27,907	2.5 %	13.0 %	\$1.45	\$1.31	\$0.15
	FORT SMITH VP	645,168	696	0.1 %	1.7 %	\$953,819	\$26,721	2.9 %	5.6 %	\$1.48	\$1.44	\$0.04
	HOUSTON VP	2,052,840	232,545	12.8 %	9.7 %	\$2,592,682	\$296,993	12.9 %	12.9 %	\$1.26	\$1.26	\$0.00
	MEMPHIS VP	363,064	54,483	17.7 %	24.4 %	\$519,265	\$113,527	28.0 %	27.0 %	\$1.43	\$1.31	\$0.12
	SAN ANTONIO V	2,520,468	489,730	24.1 %	20.8 %	\$3,336,719	\$782,447	30.6 %	28.6 %	\$1.32	\$1.26	\$0.07
	TYLER VP - DAI	998,807	269,966	37.0 %	25.9 %	\$1,397,350	\$396,821	39.7 %	32.9 %	\$1.40	\$1.37	\$0.03
	TYLER VP - TYL	1,081,519	111,069	11.4 %	7.7 %	\$1,514,859	\$164,771	12.2 %	11.7 %	\$1.40	\$1.39	\$0.01
Region 2		8,435,243	1,091,873	14.9 %	13.3 %	\$11,439,582	\$1,809,189	18.8 %	18.7 %	\$1.36	\$1.31	\$0.04

Region	VP	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 3	BLUEFIELD VP	771,150	2,579	0.3 %	-0.3 %	\$1,034,770	\$52,449	5.3 %	4.2 %	\$1.34	\$1.28	\$0.06
	GOLDSBORO VI	1,104,144	-41,646	-3.6 %	3.1 %	\$1,554,459	\$58,150	3.9 %	3.9 %	\$1.41	\$1.31	\$0.10
	HAMPTON ROA	836,523	134,133	19.1 %	6.2 %	\$1,154,192	\$197,051	20.6 %	7.8 %	\$1.38	\$1.36	\$0.02
<i>16090</i>	JAMESTOWN VI	1,231,970	-109,672	-8.2 %	1.4 %	\$1,739,543	\$-91,899	-5.0 %	0.5 %	\$1.41	\$1.37	\$0.05
	LYNCHBURG VI	1,208,180	84,238	7.5 %	3.2 %	\$1,741,959	\$173,399	11.1 %	3.5 %	\$1.44	\$1.40	\$0.05
	MORRISTOWN V	843,181	14,948	1.8 %	3.3 %	\$1,188,762	\$21,478	1.8 %	2.9 %	\$1.41	\$1.41	\$0.00
Region 3		5,995,148	84,580	1.4 %	2.8 %	\$8,413,686	\$410,627	5.1 %	3.4 %	\$1.40	\$1.35	\$0.05

Region	VP	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 4	NASHVILLE VP	527,154	100,252	23.5 %	12.1 %	\$632,547	\$100,087	18.8 %	15.2 %	\$1.20	\$1.25	-\$0.05
	OPELIKA VP	462,699	18,887	4.3 %	5.6 %	\$615,459	\$23,219	3.9 %	1.5 %	\$1.33	\$1.33	-\$0.00
	THOMASVILLE	1,155,372	63,644	5.8 %	2.8 %	\$1,585,517	\$33,508	2.2 %	1.6 %	\$1.37	\$1.42	-\$0.05
	TUSCALOOSA V	1,025,410	75,339	7.9 %	-1.0 %	\$1,411,228	\$38,014	2.8 %	-2.2 %	\$1.38	\$1.45	-\$0.07
	VILLA RICA VP	1,710,780	279,408	19.5 %	12.6 %	\$2,433,782	\$268,419	12.4 %	9.2 %	\$1.42	\$1.51	-\$0.09
	VILLA RICA VP	1,605,535	298,570	22.8 %	12.4 %	\$2,240,602	\$296,618	15.3 %	8.7 %	\$1.40	\$1.49	-\$0.09
Region 4		6,486,950	836,100	14.8 %	7.6 %	\$8,919,135	\$759,865	9.3 %	5.5 %	\$1.37	\$1.44	-\$0.07

Total Co.		29,247,507	1,874,641	6.8 %	4.7 %	\$41,013,480	\$3,189,822	8.4 %	6.2 %	\$1.40	\$1.38	\$0.02
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FBI 00471

CONFIDENTIAL COUNSEL
ONLY

5

Nature's Own Class 2 4th Qtr. 2002 vs 4th Qtr. 2001

100

		2002	2001	Unit Var.	Unit Var. %
JAMESTOWN	1508-HNY WHE 20 OZ	420,126	422,143	-2,017	-0.5 %
	1509-2PK HNY WHE 20 OZ	3,791	2,733	1,058	38.7 %
	1520-BTRBREAD 20 OZ	300,475	269,447	31,028	11.5 %
	1521-2PK BTRBREAD 20 OZ	4		4	
	1526-100% WHOLE WHE 20 OZ	439,558	576,755	-137,197	-23.8 %
	1530-100% WHE 24		3	-3	-100.0 %
	1539-2PK 100% WHE 20 OZ	4,367	2,666	1,701	63.8 %
	1561-WH GRN WHE SUG FREE	69,392	50,534	18,858	37.3 %
	1660-POT BREAD 20 OZ	21,187	24,044	-2,857	-11.9 %
JAMESTOWN	Sum:	1,258,900	1,348,325	-89,425	-6.6 %

MIAMI	1507-OAT BRAN & HNY 20 OZ	28,095	43,668	-15,573	-35.7 %
	1508-HNY WHE 20 OZ	859,762	849,571	10,191	1.2 %
	1509-2PK HNY WHE 20 OZ	36,003	33,439	2,564	7.7 %
	1520-BTRBREAD 20 OZ	1,129,250	1,377,951	-248,701	-18.0 %
	1521-2PK BTRBREAD 20 OZ	22,399	25,154	-2,755	-11.0 %
	1523-2PK SUG FREE BRD 16 OZ	1,008	916	92	10.0 %
	1526-100% WHOLE WHE 20 OZ	572,960	610,865	-37,905	-6.2 %
	1539-2PK 100% WHE 20 OZ	27,837	27,373	464	1.7 %
	1561-WH GRN WHE SUG FREE	126,349	133,564	-7,215	-5.4 %
MIAMI	Sum:	2,803,663	3,102,501	-298,838	-9.6 %

	Sum:	4,062,563	4,450,826	-388,263	-8.7 %
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CONFIDENTIAL COUNSEL
ONLY

FBI 00472

all Nature's Own Light and Sugar Free Bread
4th Quarter, 2002 vs 4th Quarter, 2001 *all but 8 d. d. w/ 15 inc*

100

Region	VP	4th Quarter Units	Var.	Var. %	YTD Var. %	4th Quarter \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 1	BATON ROUGE V	117,456	19,055	19.4 %	29.6 %	\$182,573	\$38,215	26.5 %	29.8 %	\$1.55	\$1.47	\$0.09
	BRADENTON VP	183,681	63,279	52.6 %	54.6 %	\$264,730	\$89,368	51.0 %	54.6 %	\$1.44	\$1.46	-\$0.02
	JACKSONVILLE	161,817	29,438	22.2 %	20.4 %	\$236,723	\$41,189	21.1 %	20.4 %	\$1.46	\$1.48	-\$0.01
	LAFAYETTE VP	204,475	21,665	11.9 %	18.8 %	\$319,010	\$59,681	23.0 %	20.5 %	\$1.56	\$1.42	\$0.14
	MIAMI VP	377,307	16,529	4.6 %	14.4 %	\$607,625	\$65,115	12.0 %	19.2 %	\$1.61	\$1.50	\$0.11
	NEW ORLEANS V	369,572	6,365	1.8 %	13.3 %	\$579,754	\$63,266	12.2 %	16.7 %	\$1.57	\$1.42	\$0.15
	ORLANDO VP	78,941	20,730	35.6 %	35.4 %	\$114,788	\$29,092	33.9 %	36.4 %	\$1.45	\$1.47	-\$0.02
Region 1		1,493,249	177,061	13.5 %	21.2 %	\$2,305,204	\$385,926	20.1 %	23.7 %	\$1.54	\$1.46	\$0.09

Region	VP	4th Quarter Units	Var.	Var. %	YTD Var. %	4th Quarter \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 2	EL PASO VP	62,083	10,878	21.2 %	30.8 %	\$84,501	\$21,416	33.9 %	36.3 %	\$1.36	\$1.23	\$0.13
	FORT SMITH VP	146,368	72,550	98.3 %	91.7 %	\$225,198	\$115,889	106.0 %	101.9 %	\$1.54	\$1.48	\$0.06
	HOUSTON VP	490,752	69,715	16.6 %	26.2 %	\$693,965	\$107,876	18.4 %	27.5 %	\$1.41	\$1.39	\$0.02
	MEMPHIS VP	110,259	36,876	50.3 %	31.0 %	\$165,358	\$58,999	55.5 %	33.0 %	\$1.50	\$1.45	\$0.05
	SAN ANTONIO V	500,834	100,687	25.2 %	36.1 %	\$695,169	\$173,418	33.2 %	43.9 %	\$1.39	\$1.30	\$0.08
	TYLER VP - DAL	327,466	126,988	63.3 %	91.5 %	\$464,495	\$197,469	74.0 %	99.0 %	\$1.42	\$1.33	\$0.09
	TYLER VP - TYL	252,122	70,607	38.9 %	48.9 %	\$354,705	\$114,716	47.8 %	54.6 %	\$1.41	\$1.32	\$0.08
Region 2		1,889,884	488,301	34.8 %	43.7 %	\$2,683,392	\$789,783	41.7 %	48.8 %	\$1.42	\$1.35	\$0.07

Region	VP	4th Quarter Units	Var.	Var. %	YTD Var. %	4th Quarter \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 3	BLUEFIELD VP	225,735	5,236	2.4 %	0.6 %	\$316,089	\$5,693	1.8 %	0.6 %	\$1.40	\$1.41	-\$0.01
	GOLDSBORO VP	191,311	42,696	28.7 %	24.7 %	\$284,413	\$60,976	27.3 %	25.6 %	\$1.49	\$1.50	-\$0.02
	HAMPTON ROAD	72,320	24,052	49.8 %	35.3 %	\$110,569	\$40,656	58.2 %	45.0 %	\$1.53	\$1.45	\$0.08
	JAMESTOWN VP	168,296	53,352	46.4 %	15.1 %	\$257,597	\$73,149	39.7 %	15.2 %	\$1.53	\$1.60	-\$0.07
	LYNCHBURG VP	228,490	61,419	36.8 %	31.0 %	\$333,197	\$79,001	31.1 %	28.1 %	\$1.46	\$1.52	-\$0.06
	MORRISTOWN V	162,451	8,613	5.6 %	8.9 %	\$237,950	\$14,184	6.3 %	8.8 %	\$1.46	\$1.45	\$0.01
Region 3		1,048,603	195,368	22.9 %	15.9 %	\$1,539,817	\$273,659	21.6 %	16.4 %	\$1.47	\$1.48	-\$0.02

Region	VP	4th Quarter Units	Var.	Var. %	YTD Var. %	4th Quarter \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 4	NASHVILLE VP	126,412	42,794	51.2 %	39.8 %	\$169,287	\$48,099	39.7 %	41.4 %	\$1.34	\$1.45	-\$0.11
	OPELIKA VP	131,246	3	0.0 %	-0.3 %	\$198,077	\$4,639	2.4 %	2.3 %	\$1.51	\$1.47	\$0.04
	THOMASVILLE V	262,746	16,697	6.8 %	7.0 %	\$392,043	\$31,067	8.6 %	10.0 %	\$1.49	\$1.47	\$0.03
	TUSCALOOSA V	359,811	23,043	6.8 %	8.1 %	\$564,104	\$40,016	7.6 %	10.6 %	\$1.57	\$1.56	\$0.01
	VILLA RICA VP-	307,638	4,469	1.5 %	11.0 %	\$483,339	\$35,323	7.9 %	12.7 %	\$1.57	\$1.48	\$0.09
	VILLA RICA VP-	275,247	5,420	2.0 %	14.2 %	\$424,274	\$33,319	8.5 %	16.0 %	\$1.54	\$1.45	\$0.09
Region 4		1,463,100	92,426	6.7 %	10.7 %	\$2,231,124	\$192,464	9.4 %	12.9 %	\$1.52	\$1.49	\$0.04

Total Co.		5,894,836	953,156	19.3 %	23.1 %	\$8,759,536	\$1,641,832	23.1 %	25.3 %	\$1.49	\$1.44	\$0.05
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CONFIDENTIAL COUNSEL
ONLY

FBI 00473

6

Nature's Own, Nature's Own Lights and Sugar Free Bread

4th Quarter, 2002 vs 4th Quarter, 2001

100

All but
4th down

Region	VP	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 1	BATON ROUGE	375,612	65,098	21.0 %	22.4 %	\$570,197	\$130,776	29.8 %	23.3 %	\$1.52	\$1.42	\$0.10
	BRADENTON VP	1,735,436	26,754	1.6 %	-0.7 %	\$2,497,600	\$87,812	3.6 %	0.8 %	\$1.44	\$1.41	\$0.03
	JACKSONVILLE	1,915,875	214,263	12.6 %	-3.8 %	\$2,518,954	\$173,708	7.4 %	-7.2 %	\$1.31	\$1.38	-\$0.06
	LAFAYETTE VP	582,017	30,327	5.5 %	7.7 %	\$901,144	\$117,255	15.0 %	10.7 %	\$1.55	\$1.42	\$0.13
	MIAMI VP	3,058,185	-297,548	-8.9 %	-2.3 %	\$4,737,267	\$-101,402	-2.1 %	2.3 %	\$1.55	\$1.44	\$0.11
	NEW ORLEANS	1,381,709	6,937	0.5 %	4.8 %	\$2,192,428	\$165,408	8.2 %	7.8 %	\$1.59	\$1.47	\$0.11
	ORLANDO VP	774,581	-6,682	-0.9 %	-2.2 %	\$1,128,692	\$22,510	2.0 %	0.3 %	\$1.46	\$1.42	\$0.04
Region 1		9,823,415	39,149	0.4 %	0.0 %	\$14,546,282	\$596,067	4.3 %	2.1 %	\$1.48	\$1.43	\$0.05

Region	VP	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 2	EL PASO VP	835,460	-55,738	-6.3 %	6.0 %	\$1,209,389	\$49,323	4.3 %	14.3 %	\$1.45	\$1.30	\$0.15
	FORT SMITH VP	791,536	73,246	10.2 %	10.2 %	\$1,179,018	\$142,610	13.8 %	14.8 %	\$1.49	\$1.44	\$0.05
	HOUSTON VP	2,543,592	302,260	13.5 %	12.6 %	\$3,286,647	\$404,869	14.0 %	15.8 %	\$1.29	\$1.29	\$0.01
	MEMPHIS VP	473,323	91,359	23.9 %	25.8 %	\$684,623	\$172,526	33.7 %	28.3 %	\$1.45	\$1.34	\$0.11
	SAN ANTONIO	3,021,302	590,417	24.3 %	23.2 %	\$4,031,888	\$955,865	31.1 %	31.1 %	\$1.33	\$1.27	\$0.07
	TYLER VP - DAI	1,326,273	396,954	42.7 %	37.2 %	\$1,861,845	\$594,290	46.9 %	44.4 %	\$1.40	\$1.36	\$0.04
	TYLER VP - TYL	1,333,641	181,676	15.8 %	13.2 %	\$1,869,564	\$279,487	17.6 %	17.5 %	\$1.40	\$1.38	\$0.02
Region 2		10,325,127	1,580,174	18.1 %	17.8 %	\$14,122,974	\$2,598,972	22.6 %	23.4 %	\$1.37	\$1.32	\$0.05

Region	VP	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 3	BLUEFIELD VP	996,885	7,815	0.8 %	-0.1 %	\$1,350,859	\$58,142	4.5 %	3.2 %	\$1.36	\$1.31	\$0.05
	GOLDSBORO VP	1,295,455	1,050	0.1 %	5.8 %	\$1,838,873	\$119,126	6.9 %	6.8 %	\$1.42	\$1.33	\$0.09
	HAMPTON ROA	908,843	158,185	21.1 %	8.0 %	\$1,264,762	\$237,707	23.1 %	10.2 %	\$1.39	\$1.37	\$0.02
	JAMESTOWN VP	1,400,266	-56,320	-3.9 %	2.7 %	\$1,997,140	\$-18,750	-0.9 %	2.1 %	\$1.43	\$1.38	\$0.04
	LYNCHBURG VP	1,436,670	145,657	11.3 %	6.8 %	\$2,075,157	\$252,400	13.8 %	6.8 %	\$1.44	\$1.41	\$0.03
	MORRISTOWN	1,005,632	23,561	2.4 %	4.2 %	\$1,426,712	\$35,662	2.6 %	3.9 %	\$1.42	\$1.42	\$0.00
Region 3		7,043,751	279,948	4.1 %	4.5 %	\$9,953,503	\$684,287	7.4 %	5.3 %	\$1.41	\$1.37	\$0.04

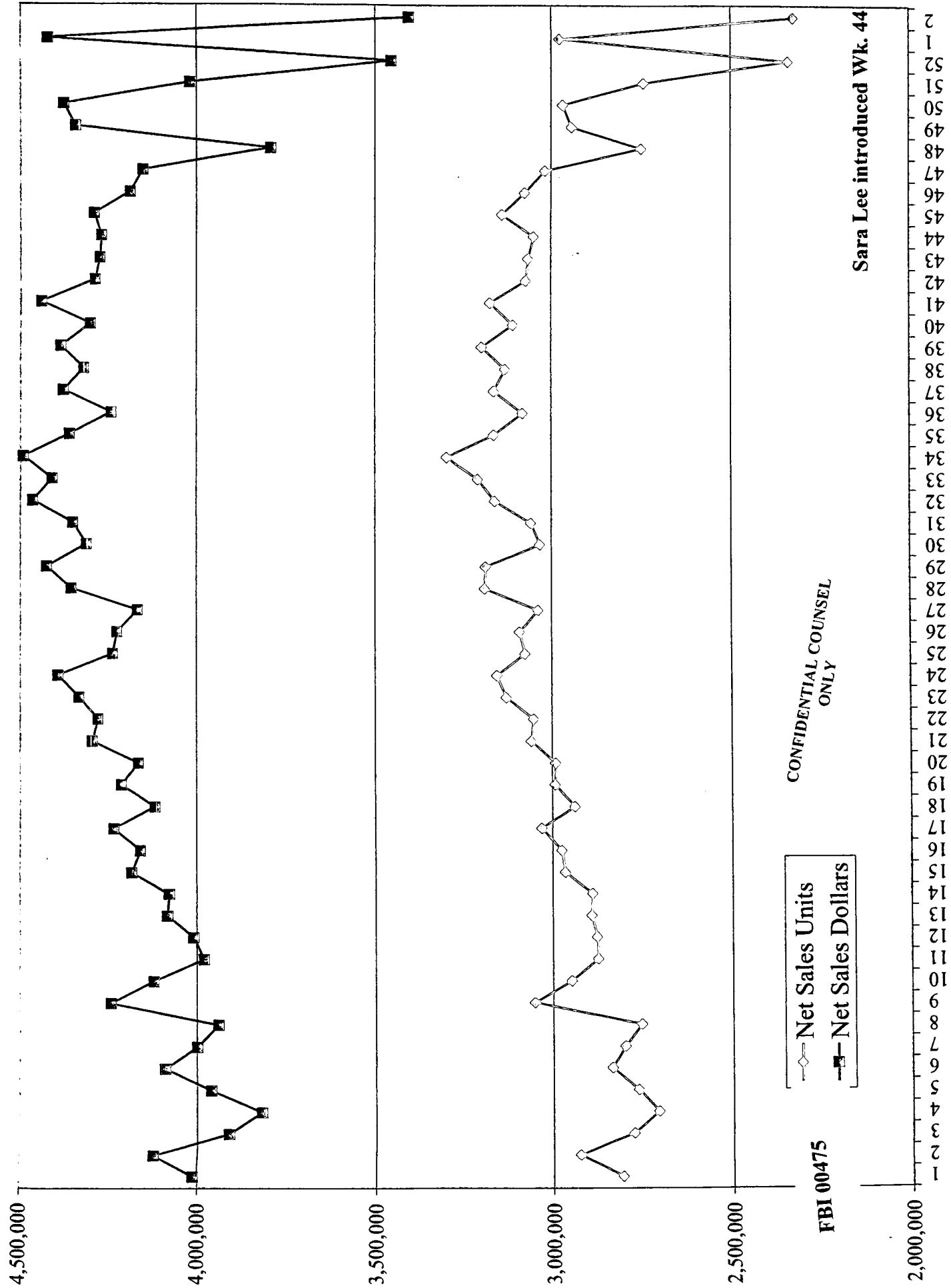
Region	VP	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 4	NASHVILLE VP	653,566	143,046	28.0 %	16.8 %	\$801,834	\$148,186	22.7 %	20.1 %	\$1.23	\$1.28	-\$0.05
	OPELIKA VP	593,945	18,890	3.3 %	4.1 %	\$813,536	\$27,858	3.5 %	1.7 %	\$1.37	\$1.37	\$0.00
	THOMASVILLE	1,418,118	80,341	6.0 %	3.6 %	\$1,977,559	\$64,575	3.4 %	3.2 %	\$1.39	\$1.43	-\$0.04
	TUSCALOOSA	1,385,221	98,382	7.6 %	1.4 %	\$1,975,332	\$78,031	4.1 %	1.4 %	\$1.43	\$1.47	-\$0.05
	VILLA RICA VP	2,018,418	283,877	16.4 %	12.3 %	\$2,917,121	\$303,742	11.6 %	9.8 %	\$1.45	\$1.51	-\$0.06
	VILLA RICA VP	1,880,782	303,990	19.3 %	12.7 %	\$2,664,876	\$329,937	14.1 %	9.9 %	\$1.42	\$1.48	-\$0.06
Region 4		7,950,050	928,526	13.2 %	8.2 %	\$11,150,258	\$952,329	9.3 %	7.0 %	\$1.40	\$1.45	-\$0.05

Total Co.		35,142,343	2,827,797	8.8 %	7.5 %	\$49,773,017	\$4,831,655	10.8 %	9.1 %	\$1.42	\$1.39	\$0.03
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CONFIDENTIAL COUNSEL
ONLY

FBI 00474

Nature's Own Sales (FY 2002)



FBI 00475

CONFIDENTIAL COUNSEL
ONLY

Sara Lee introduced Wk. 44

Class 2 Nature's Own

4th Quarter, 2002 vs 4th Quarter, 2001

100

Product Group	4th Qtr. Units	Var.	Var. %	YTD Var. %	% of Total
Honey Wheat	12,728,723	1,147,637	9.9 %	7.9 %	36.8 %
100% Whole Wheat	9,868,036	551,514	5.9 %	5.7 %	28.5 %
Butterbread	5,828,308	-107	-0.0 %	-4.4 %	16.8 %
Lights	3,050,164	571,532	23.1 %	27.0 %	8.8 %
Sugar Free <i>24/11 wk.</i>	2,896,146	384,646	15.3 %	18.7 %	8.4 %
Potato	142,198	-26,894	-15.9 %	-26.3 %	0.4 %
All Other	70,487	-116,450	-62.3 %	-57.6 %	0.2 %
	24,252	14,614	151.6 %	1586.2 %	0.1 %
	34,608,314	2,526,492	7.9 %	6.8 %	100.0 %

*ST
Bread*

CONFIDENTIAL COUNSEL
ONLY

FBI 00476

COBBLESTONE MILL (includes Breakfast Bread)

4th Quarter, 2002 vs 4th Quarter, 2001

100

All +

Week 18

Region	VP	4th Quarter Units	Var.	Var. %	YTD Var. %	4th Quarter \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 1	BATON ROUGE VP	419,787	21,171	5.3 %	-0.2 %	\$681,427	\$35,429	5.5 %	-0.2 %	\$1.54	\$1.62	-\$0.08
	BRADENTON VP	936,313	355,051	61.1 %	26.4 %	\$1,097,210	\$266,503	32.1 %	16.3 %	\$0.89	\$1.43	-\$0.54
	JACKSONVILLE VP	616,846	120,733	24.3 %	23.7 %	\$820,698	\$119,830	17.1 %	12.5 %	\$1.14	\$1.41	-\$0.28
	LAFAYETTE VP	243,944	49,573	25.5 %	7.2 %	\$396,313	\$74,266	23.1 %	7.2 %	\$1.32	\$1.66	-\$0.34
	MIAMI VP	931,472	225,547	32.0 %	22.5 %	\$1,182,034	\$166,039	16.3 %	7.6 %	\$1.09	\$1.44	-\$0.35
	NEW ORLEANS VP	116,569	21,900	23.1 %	14.7 %	\$184,006	\$32,438	21.4 %	14.6 %	\$1.30	\$1.60	-\$0.30
	ORLANDO VP	280,469	95,732	51.8 %	12.9 %	\$345,278	\$64,767	23.1 %	4.4 %	\$1.00	\$1.52	-\$0.52
Region 1		3,545,400	889,707	33.5 %	18.2 %	\$4,706,966	\$759,272	19.2 %	9.0 %	\$1.11	\$1.49	-\$0.37

Region	VP	4th Quarter Units	Var.	Var. %	YTD Var. %	4th Quarter \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 2	EL PASO VP	20,887	10,557	102.2 %	66.9 %	\$33,168	\$14,034	73.3 %	54.5 %	\$0.92	\$1.85	-\$0.94
	FORT SMITH VP	238,667	41,317	20.9 %	5.0 %	\$375,619	\$53,003	16.4 %	4.1 %	\$1.35	\$1.63	-\$0.28
	HOUSTON VP	388,599	103,820	36.5 %	22.6 %	\$637,556	\$175,606	38.0 %	21.4 %	\$1.19	\$1.62	-\$0.43
	MEMPHIS VP	140,038	12,375	9.7 %	12.5 %	\$231,404	\$31,577	15.8 %	5.1 %	\$1.43	\$1.57	-\$0.14
	SAN ANTONIO VP	398,207	80,789	25.5 %	17.2 %	\$633,854	\$119,708	23.3 %	18.1 %	\$1.29	\$1.62	-\$0.33
	TYLER VP - DALL	251,873	24,745	10.9 %	-5.0 %	\$389,106	\$29,874	8.3 %	-5.7 %	\$1.43	\$1.58	-\$0.16
	TYLER VP - TYLER	265,712	27,924	11.7 %	13.1 %	\$426,527	\$46,416	12.2 %	12.8 %	\$1.43	\$1.60	-\$0.17
Region 2		1,703,983	301,527	21.5 %	11.7 %	\$2,727,234	\$470,218	20.8 %	10.7 %	\$1.32	\$1.61	-\$0.28

Region	VP	4th Quarter Units	Var.	Var. %	YTD Var. %	4th Quarter \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 3	BLUEFIELD VP	367,732	33,905	10.2 %	11.8 %	\$485,100	\$45,142	10.3 %	5.7 %	\$1.20	\$1.32	-\$0.12
	GOLDSBORO VP	532,234	59,299	12.5 %	6.8 %	\$757,742	\$101,135	15.4 %	4.3 %	\$1.23	\$1.39	-\$0.15
	HAMPTON ROADS	439,846	96,118	28.0 %	17.3 %	\$598,836	\$115,515	23.9 %	12.7 %	\$1.10	\$1.41	-\$0.31
	JAMESTOWN VP	637,324	106,127	20.0 %	16.7 %	\$914,534	\$136,750	17.6 %	11.4 %	\$1.22	\$1.46	-\$0.24
	LYNCHBURG VP	644,631	108,150	20.2 %	14.6 %	\$878,710	\$121,977	16.1 %	7.6 %	\$1.17	\$1.41	-\$0.24
	MORRISTOWN VP	445,863	18,799	4.4 %	2.1 %	\$625,878	\$6,268	1.0 %	-4.2 %	\$1.39	\$1.45	-\$0.06
Region 3		3,067,630	422,398	16.0 %	11.6 %	\$4,260,799	\$526,786	14.1 %	6.3 %	\$1.22	\$1.41	-\$0.19

Region	VP	4th Quarter Units	Var.	Var. %	YTD Var. %	4th Quarter \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 4	NASHVILLE VP	225,104	65,865	41.4 %	20.7 %	\$314,313	\$57,086	22.2 %	8.8 %	\$1.14	\$1.62	-\$0.47
	OPELIKA VP	208,881	50,743	32.1 %	22.3 %	\$291,699	\$52,750	22.1 %	13.2 %	\$1.14	\$1.51	-\$0.37
	THOMASVILLE VP	557,302	181,763	48.4 %	31.8 %	\$764,824	\$202,110	35.9 %	22.2 %	\$1.01	\$1.50	-\$0.49
	TUSCALOOSA VP	559,313	122,826	28.1 %	19.1 %	\$798,174	\$128,125	19.1 %	11.5 %	\$1.20	\$1.54	-\$0.34
	VILLA RICA VP- NC	535,301	97,187	22.2 %	0.4 %	\$770,325	\$77,668	11.2 %	-6.1 %	\$1.29	\$1.58	-\$0.29
	VILLA RICA VP- SC	434,279	82,286	23.4 %	5.3 %	\$622,825	\$74,290	13.5 %	-0.4 %	\$1.26	\$1.56	-\$0.30
Region 4		2,520,180	600,670	31.3 %	15.0 %	\$3,562,159	\$592,029	19.9 %	7.0 %	\$1.18	\$1.55	-\$0.37
Total Co.		10,837,193	2,214,302	25.7 %	14.5 %	\$15,257,158	\$2,348,304	18.2 %	8.1 %	\$1.19	\$1.50	-\$0.31

CONFIDENTIAL COUNSEL ONLY

FBI 00477

10

COBBLESTONE MILL BREAKFAST BREAD

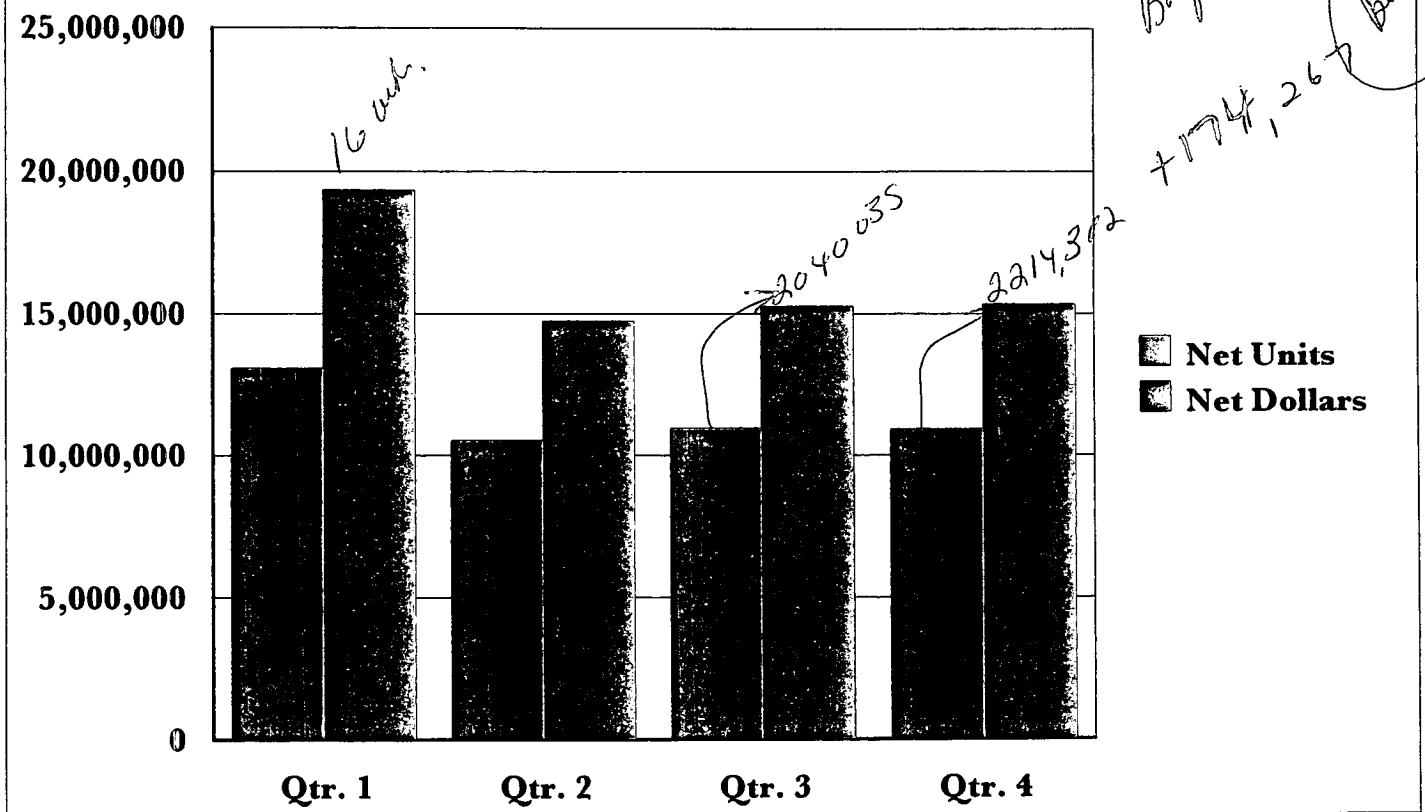
4th Quarter, 2002 vs 4th Quarter, 2001

100

All
x

Region		4th Quarter Units	Var.	Var. %	YTD Var. %	4th Quarter \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 1	BATON ROUGE VI	64,544	17,433	37.0 %	26.4 %	\$98,435	\$10,697	12.2 %	10.5 %	\$1.53	\$1.86	-\$0.34
	BRADENTON VP	51,006	13,066	34.4 %	0.9 %	\$74,277	\$15,054	25.4 %	-2.5 %	\$1.46	\$1.56	-\$0.10
	JACKSONVILLE V	40,803	15,068	58.6 %	36.9 %	\$62,355	\$18,444	42.0 %	31.0 %	\$1.53	\$1.71	-\$0.18
	LAFAYETTE VP	35,500	16,390	85.8 %	50.2 %	\$54,257	\$18,746	52.8 %	36.7 %	\$1.53	\$1.86	-\$0.33
	MIAMI VP	58,234	23,679	68.5 %	47.1 %	\$82,992	\$29,208	54.3 %	38.1 %	\$1.43	\$1.56	-\$0.13
	NEW ORLEANS VI	11,984	3,638	43.6 %	26.4 %	\$18,203	\$2,873	18.7 %	18.8 %	\$1.52	\$1.84	-\$0.32
	ORLANDO VP	13,947	4,455	46.9 %	16.6 %	\$20,992	\$4,890	30.4 %	11.5 %	\$1.51	\$1.70	-\$0.19
Region 1		276,018	93,729	51.4 %	27.5 %	\$411,511	\$99,912	32.1 %	18.5 %	\$1.49	\$1.71	-\$0.22
Region		4th Quarter Units	Var.	Var. %	YTD Var. %	4th Quarter \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 2	FORT SMITH VP	30,363	10,870	55.8 %	30.8 %	\$45,892	\$10,074	28.1 %	19.6 %	\$1.51	\$1.84	-\$0.33
	HOUSTON VP	63,229	27,990	79.4 %	48.7 %	\$96,386	\$30,496	46.3 %	29.8 %	\$1.52	\$1.87	-\$0.35
	MEMPHIS VP	12,642	2,460	24.2 %	3.0 %	\$18,993	\$3,057	19.2 %	2.9 %	\$1.50	\$1.57	-\$0.06
	SAN ANTONIO VP	86,750	28,800	49.7 %	36.8 %	\$137,642	\$28,764	26.4 %	28.6 %	\$1.59	\$1.88	-\$0.29
	TYLER VP - DALL	23,611	5,921	33.5 %	6.8 %	\$36,127	\$3,255	9.9 %	-3.2 %	\$1.53	\$1.86	-\$0.33
	TYLER VP - TYLEI	37,316	13,078	54.0 %	52.1 %	\$56,698	\$11,786	26.2 %	35.8 %	\$1.52	\$1.85	-\$0.33
Region 2		253,911	89,119	54.1 %	34.8 %	\$391,738	\$87,430	28.7 %	23.4 %	\$1.54	\$1.85	-\$0.30
Region		4th Quarter Units	Var.	Var. %	YTD Var. %	4th Quarter \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 3	BLUEFIELD VP	26,353	9,122	52.9 %	72.8 %	\$38,867	\$13,910	55.7 %	77.6 %	\$1.47	\$1.45	\$0.03
	GOLDSBORO VP	28,563	15,580	120.0 %	32.0 %	\$43,159	\$19,403	81.7 %	27.8 %	\$1.51	\$1.83	-\$0.32
	HAMPTON ROADS	21,414	7,771	57.0 %	25.6 %	\$30,618	\$10,615	53.1 %	24.8 %	\$1.43	\$1.47	-\$0.04
	JAMESTOWN VP	31,468	12,158	63.0 %	43.6 %	\$47,228	\$18,796	66.1 %	45.7 %	\$1.50	\$1.47	\$0.03
	LYNCHBURG VP	22,171	6,449	41.0 %	28.5 %	\$32,341	\$9,226	39.9 %	29.8 %	\$1.46	\$1.47	-\$0.01
	MORRISTOWN VP	37,749	8,923	31.0 %	24.8 %	\$53,310	\$12,579	30.9 %	23.0 %	\$1.41	\$1.41	-\$0.00
Region 3		167,718	60,003	55.7 %	37.0 %	\$245,523	\$84,528	52.5 %	36.9 %	\$1.46	\$1.49	-\$0.03
Region		4th Quarter Units	Var.	Var. %	YTD Var. %	4th Quarter \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 4	NASHVILLE VP	23,624	11,898	101.5 %	51.3 %	\$34,297	\$15,461	82.1 %	46.8 %	\$1.45	\$1.61	-\$0.15
	OPELIKA VP	18,905	5,879	45.1 %	43.3 %	\$28,548	\$7,423	35.1 %	37.8 %	\$1.51	\$1.62	-\$0.11
	THOMASVILLE VI	43,625	16,177	58.9 %	32.5 %	\$65,367	\$21,706	49.7 %	30.4 %	\$1.50	\$1.59	-\$0.09
	TUSCALOOSA VP	45,285	15,914	54.2 %	40.8 %	\$67,312	\$19,259	40.1 %	42.2 %	\$1.49	\$1.64	-\$0.15
	VILLA RICA VP- N	40,196	12,754	46.5 %	22.0 %	\$59,397	\$14,603	32.6 %	14.9 %	\$1.48	\$1.63	-\$0.15
	VILLA RICA VP- S	35,324	12,186	52.7 %	30.3 %	\$52,783	\$14,436	37.6 %	22.6 %	\$1.49	\$1.66	-\$0.16
Region 4		206,959	74,808	56.6 %	34.3 %	\$307,705	\$92,887	43.2 %	30.2 %	\$1.49	\$1.63	-\$0.14
Total Co.		904,606	317,659	54.1 %	32.8 %	\$1,356,477	\$364,757	36.8 %	25.6 %	\$1.50	\$1.69	-\$0.19

Cobblestone Mill **Label 103 & 116**



Waffer
 Baggett + 429,927
 (255,660)
 + 174,267
 Blot
 BYL

CONFIDENTIAL COUNSEL
 ONLY

FBI 00479

Report Title

Fiscal Year	Fiscal Quarter	Division	Label	Product	Net Sales Units
2002	4	100.00	103-COBBLEST	2024-2 FRNCH	10916
2002	4	100.00	103-COBBLEST	2025-WHE BAQ	7888
				Sum:	18804

429,927

**CONFIDENTIAL COUNSEL
ONLY**

FBI 00480

Report Title

Fiscal Year	Fiscal Quarter	Label	Product	Net Sales Units	Division
2002	4	103-COBBLEST	2058-8 HMSTYL	228629	100.00
2002	4	103-COBBLEST	2060-8 BLBRY	182494	100.00
			Sum:	411123	

**CONFIDENTIAL COUNSEL
ONLY**

FBI 00481

Class 4 -BRAND BUNS

4th Quarter, 2002 vs 4th Quarter, 2001

100

Region	VP	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 1	BATON ROUGE V	415,451	19,079	4.8 %	2.6 %	\$594,315	\$48,340	8.9 %	1.1 %	\$1.43	\$1.38	\$0.05
	BRADENTON VP	491,468	27,683	6.0 %	2.9 %	\$593,887	\$19,016	3.3 %	-0.7 %	\$1.21	\$1.24	-\$0.03
	JACKSONVILLE V	427,449	84,420	24.6 %	19.0 %	\$505,475	\$99,927	24.6 %	10.2 %	\$1.18	\$1.18	\$0.00
	LAFAYETTE VP	518,335	18,114	3.6 %	-1.7 %	\$737,772	\$64,849	9.6 %	2.6 %	\$1.42	\$1.35	\$0.08
	MIAMI VP	802,001	81,101	11.2 %	6.0 %	\$932,194	\$20,766	2.3 %	-4.4 %	\$1.16	\$1.26	-\$0.10
	NEW ORLEANS V	683,522	-24,859	-3.5 %	1.3 %	\$1,024,931	\$25,997	2.6 %	1.6 %	\$1.50	\$1.41	\$0.09
	ORLANDO VP	203,654	17,129	9.2 %	-0.5 %	\$248,624	\$13,379	5.7 %	-3.7 %	\$1.22	\$1.26	-\$0.04
Region 1		3,541,880	222,667	6.7 %	4.1 %	\$4,637,198	\$292,276	6.7 %	0.7 %	\$1.31	\$1.31	\$0.00

Region	VP	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 2	EL PASO VP	317,898	69,712	28.1 %	11.5 %	\$354,433	\$78,549	28.5 %	22.0 %	\$1.11	\$1.11	\$0.00
	FORT SMITH VP	256,091	27,900	12.2 %	7.3 %	\$336,033	\$16,465	5.2 %	5.6 %	\$1.31	\$1.40	-\$0.09
	HOUSTON VP	591,276	80,364	15.7 %	17.9 %	\$774,350	\$100,574	14.9 %	17.4 %	\$1.31	\$1.32	-\$0.01
	MEMPHIS VP	100,323	1,166	1.2 %	36.8 %	\$110,966	\$-549	-0.5 %	10.7 %	\$1.11	\$1.12	-\$0.02
	SAN ANTONIO VP	851,385	92,471	12.2 %	17.3 %	\$987,117	\$106,511	12.1 %	17.9 %	\$1.16	\$1.16	-\$0.00
	TYLER VP - DALL	278,520	60,269	27.6 %	4.3 %	\$342,781	\$78,996	29.9 %	15.3 %	\$1.23	\$1.21	\$0.02
	TYLER VP - TYLE	513,149	16,820	3.4 %	3.3 %	\$675,785	\$16,264	2.5 %	6.8 %	\$1.32	\$1.33	-\$0.01
Region 2		2,908,642	348,702	13.6 %	12.7 %	\$3,581,466	\$396,810	12.5 %	14.2 %	\$1.23	\$1.24	-\$0.01

Region	VP	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 3	BLUEFIELD VP	753,396	98,549	15.0 %	15.0 %	\$855,917	\$91,531	12.0 %	9.5 %	\$1.14	\$1.17	-\$0.03
	GOLDSBORO VP	395,157	-35,904	-8.3 %	-7.8 %	\$478,938	\$-54,188	-10.2 %	-2.0 %	\$1.21	\$1.24	-\$0.02
	HAMPTON ROAD	446,263	74,774	20.1 %	58.8 %	\$469,192	\$60,607	14.8 %	62.4 %	\$1.05	\$1.10	-\$0.05
	JAMESTOWN VP	532,444	23,052	4.5 %	12.6 %	\$656,444	\$48,197	7.9 %	2.6 %	\$1.23	\$1.19	\$0.04
	LYNCHBURG VP	385,814	-3,576	-0.9 %	12.7 %	\$502,652	\$-17,752	-3.4 %	2.1 %	\$1.30	\$1.34	-\$0.03
	MORRISTOWN VP	324,345	-11,107	-3.3 %	3.6 %	\$383,703	\$-8,165	-2.1 %	-5.6 %	\$1.18	\$1.17	\$0.01
Region 3		2,837,419	145,788	5.4 %	15.8 %	\$3,346,846	\$120,229	3.7 %	7.7 %	\$1.18	\$1.20	-\$0.02

Region	VP	4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 4	NASHVILLE VP	184,962	81,985	79.6 %	54.5 %	\$157,110	\$52,208	49.8 %	30.8 %	\$0.85	\$1.02	-\$0.17
	OPELIKA VP	346,395	-8,816	-2.5 %	1.7 %	\$406,946	\$55,490	15.8 %	11.8 %	\$1.17	\$0.99	\$0.19
	THOMASVILLE V	577,341	35,162	6.5 %	9.4 %	\$732,290	\$63,826	9.5 %	11.8 %	\$1.27	\$1.23	\$0.04
	TUSCALOOSA VP	843,089	119,746	16.6 %	5.1 %	\$865,460	\$3,476	0.4 %	1.6 %	\$1.03	\$1.19	-\$0.17
	VILLA RICA VP-N	541,205	89,634	19.8 %	21.2 %	\$641,685	\$96,677	17.7 %	10.9 %	\$1.19	\$1.21	-\$0.02
	VILLA RICA VP-S	561,557	52,478	10.3 %	13.4 %	\$651,857	\$54,192	9.1 %	2.6 %	\$1.16	\$1.17	-\$0.01
Region 4		3,054,549	370,189	13.8 %	11.9 %	\$3,455,348	\$325,869	10.4 %	7.8 %	\$1.13	\$1.17	-\$0.03

Total Co.		12,342,490	1,087,346	9.7 %	10.9 %	\$15,020,857	\$1,135,184	8.2 %	7.0 %	\$1.22	\$1.23	-\$0.02
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Class 5 - BRAND ROLLS

FBI 00483

4th Quarter, 2002 vs 4th Quarter, 2001

100

CONFIDENTIAL COUNSEL
ONLY

Region		4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 1	BATON ROUGE VP	132,188	-7,443	-5.3 %	1.4 %	\$194,976	\$-4,968	-2.5 %	1.2 %	\$1.47	\$1.43	\$0.04
	BRADENTON VP	53,058	7,177	15.6 %	35.4 %	\$59,146	\$1,827	3.2 %	27.2 %	\$1.11	\$1.25	-\$0.13
	JACKSONVILLE VP	140,821	1,379	1.0 %	1.0 %	\$183,306	\$387	0.2 %	-4.4 %	\$1.30	\$1.31	-\$0.01
	LAFAYETTE VP	126,401	-6,111	-4.6 %	-6.5 %	\$186,169	\$-883	-0.5 %	-3.4 %	\$1.47	\$1.41	\$0.06
	MIAMI VP	64,135	-1,257	-1.9 %	-6.3 %	\$80,791	\$-4,230	-5.0 %	-8.9 %	\$1.26	\$1.30	-\$0.04
	NEW ORLEANS VP	158,580	-9,763	-5.8 %	-6.1 %	\$231,707	\$-7,153	-3.0 %	-6.3 %	\$1.46	\$1.42	\$0.04
	ORLANDO VP	26,251	-1,083	-4.0 %	-15.8 %	\$28,032	\$-4,318	-13.3 %	-16.3 %	\$1.07	\$1.18	-\$0.12
Region 1		701,434	-17,101	-2.4 %	-1.7 %	\$964,126	\$-19,337	-2.0 %	-2.9 %	\$1.37	\$1.37	\$0.01

Region		4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 2	EL PASO VP	38,073	3,560	10.3 %	5.8 %	\$36,752	\$3,091	9.2 %	4.8 %	\$0.97	\$0.98	-\$0.01
	FORT SMITH VP	40,405	-1,459	-3.5 %	-15.3 %	\$61,126	\$-426	-0.7 %	-9.2 %	\$1.51	\$1.47	\$0.04
	HOUSTON VP	108,972	-5,549	-4.8 %	0.2 %	\$159,914	\$-8,865	-5.3 %	0.1 %	\$1.47	\$1.47	-\$0.01
	MEMPHIS VP	53,593	-32,409	-37.7 %	-24.6 %	\$70,207	\$-18,424	-20.8 %	-14.4 %	\$1.31	\$1.03	\$0.28
	SAN ANTONIO VP	176,627	24,899	16.4 %	-2.7 %	\$224,764	\$35,502	18.8 %	1.5 %	\$1.27	\$1.25	\$0.03
	TYLER VP - DALLAS	48,484	6,725	16.1 %	-8.4 %	\$60,135	\$1,063	1.8 %	-15.9 %	\$1.24	\$1.41	-\$0.17
	TYLER VP - TYLER	123,834	14,897	13.7 %	-2.4 %	\$169,691	\$7,740	4.8 %	-4.5 %	\$1.37	\$1.49	-\$0.12
Region 2		589,988	10,664	1.8 %	-7.2 %	\$782,589	\$19,681	2.6 %	-4.8 %	\$1.33	\$1.32	\$0.01

Region		4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 3	BLUEFIELD VP	201,433	-6,541	-3.1 %	2.3 %	\$264,796	\$-3,218	-1.2 %	-3.3 %	\$1.31	\$1.29	\$0.03
	GOLDSBORO VP	248,006	-33,565	-11.9 %	-2.7 %	\$311,070	\$-31,684	-9.2 %	-5.7 %	\$1.25	\$1.22	\$0.04
	HAMPTON ROADS	235,797	8,573	3.8 %	40.3 %	\$273,427	\$-18,729	-6.4 %	36.1 %	\$1.16	\$1.29	-\$0.13
	JAMESTOWN VP	247,266	-7,043	-2.8 %	-9.4 %	\$327,676	\$-9,634	-2.9 %	-8.2 %	\$1.33	\$1.33	-\$0.00
	LYNCHBURG VP	197,360	-12,458	-5.9 %	-2.4 %	\$279,182	\$-19,636	-6.6 %	-5.0 %	\$1.41	\$1.42	-\$0.01
	MORRISTOWN VP	164,719	-2,707	-1.6 %	-3.9 %	\$218,762	\$-4,581	-2.1 %	-6.7 %	\$1.33	\$1.33	-\$0.01
Region 3		1,294,581	-53,741	-4.0 %	1.1 %	\$1,674,913	\$-87,482	-5.0 %	-1.6 %	\$1.29	\$1.31	-\$0.01

Region		4th Qtr. Units	Var.	Var. %	YTD Var. %	4th Qtr. \$	Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 4	NASHVILLE VP	112,837	42,185	59.7 %	53.7 %	\$102,148	\$33,275	48.3 %	39.7 %	\$0.91	\$0.97	-\$0.07
	OPELIKA VP	161,647	-7,806	-4.6 %	23.9 %	\$186,423	\$3,011	1.6 %	5.6 %	\$1.15	\$1.08	\$0.07
	THOMASVILLE VP	222,130	5,464	2.5 %	7.1 %	\$269,946	\$9,332	3.6 %	-0.9 %	\$1.22	\$1.20	\$0.01
	TUSCALOOSA VP	399,048	152,083	-27.6 %	-1.5 %	\$511,813	\$-25,518	-4.7 %	-3.9 %	\$1.28	\$0.97	\$0.31
	VILLA RICA VP- NC	190,877	-7,872	-4.0 %	-3.9 %	\$246,039	\$17,840	7.8 %	-2.3 %	\$1.29	\$1.15	\$0.14
	VILLA RICA VP- SC	239,879	-567	-0.2 %	-1.5 %	\$308,770	\$30,956	11.1 %	0.0 %	\$1.29	\$1.16	\$0.13
Region 4		1,326,418	120,679	-8.3 %	5.1 %	\$1,625,138	\$68,896	4.4 %	0.5 %	\$1.23	\$1.08	\$0.15

Total Co		3,912,421	180,857	-4.4 %	1.1 %	\$5,046,766	\$-18,242	-0.4 %	-1.5 %	\$1.29	\$1.24	\$0.05
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4th Quarter, 2002 vs 4th Quarter, 2001
All Brands

MP feature

17 Brand Multi-Pak Cake

Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 1	BATON ROUGE	33,927	20,535	153.3 %	39.1 %	\$41,894	\$21,637	106.8 %	30.6 %	\$1.23	\$1.51	-\$0.28
	BRADENTON V	42,697	8,691	25.6 %	-3.5 %	\$55,833	\$9,696	21.0 %	-4.1 %	\$1.31	\$1.36	-\$0.05
	JACKSONVILLE	63,343	14,047	28.5 %	-3.8 %	\$80,881	\$11,773	17.0 %	-4.0 %	\$1.28	\$1.40	-\$0.13
	LAFAYETTE V	39,649	19,347	95.3 %	-1.0 %	\$48,491	\$19,838	69.2 %	-3.2 %	\$1.22	\$1.41	-\$0.19
	MIAMI VP	36,301	19,677	118.4 %	6.9 %	\$43,486	\$17,876	69.8 %	-3.4 %	\$1.20	\$1.54	-\$0.34
	NEW ORLEANS	4,418	986	28.7 %	-17.1 %	\$6,647	\$559	9.2 %	-14.6 %	\$1.50	\$1.77	-\$0.27
	ORLANDO VP	18,935	415	2.2 %	1.9 %	\$25,497	\$112	0.4 %	-1.9 %	\$1.35	\$1.37	-\$0.02
Region 1	Sum:	239,270	83,698	53.8 %	1.9 %	\$302,730	\$81,490	36.8 %	-0.8 %	\$1.27	\$1.42	-\$0.16
Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 2	EL PASO VP	97,053	19,945	25.9 %	3.8 %	\$130,656	\$16,952	14.9 %	2.4 %	\$1.35	\$1.47	-\$0.13
	FORT SMITH V	37,684	9,410	33.3 %	-6.4 %	\$50,920	\$6,952	15.8 %	-9.7 %	\$1.35	\$1.56	-\$0.20
	HOUSTON VP	77,786	17,803	29.7 %	18.2 %	\$104,508	\$13,183	14.4 %	10.4 %	\$1.34	\$1.52	-\$0.18
	MEMPHIS VP	28,429	-11,358	-28.5 %	-8.3 %	\$36,468	\$-19,183	-34.5 %	-8.3 %	\$1.28	\$1.40	-\$0.12
	SAN ANTONIO	53,021	8,960	20.3 %	-6.5 %	\$74,603	\$9,326	14.3 %	-2.3 %	\$1.41	\$1.48	-\$0.07
	TYLER VP - DA	23,370	884	3.9 %	7.0 %	\$33,358	\$383	1.2 %	5.3 %	\$1.43	\$1.47	-\$0.04
	TYLER VP - TY	35,284	1,703	5.1 %	-0.6 %	\$48,132	\$-2,707	-5.3 %	-4.4 %	\$1.36	\$1.51	-\$0.15
Region 2	Sum:	352,627	47,347	15.5 %	2.4 %	\$478,646	\$24,906	5.5 %	0.4 %	\$1.36	\$1.49	-\$0.13
Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 3	BLUEFIELD VF	187,088	-2,888	-1.5 %	-10.6 %	\$239,781	\$-19,833	-7.6 %	-9.5 %	\$1.28	\$1.37	-\$0.08
	GOLDSBORO V	81,798	21,375	35.4 %	-11.6 %	\$113,769	\$21,920	23.9 %	-9.7 %	\$1.39	\$1.52	-\$0.13
	HAMPTON RO.	32,393	4,962	18.1 %	21.1 %	\$45,088	\$10,595	30.7 %	19.1 %	\$1.39	\$1.26	\$0.13
	JAMESTOWN V	37,491	-3,130	-7.7 %	-12.8 %	\$49,873	\$-6,585	-11.7 %	-13.4 %	\$1.33	\$1.39	-\$0.06
	LYNCHBURG V	69,700	7,310	11.7 %	-10.8 %	\$86,611	\$696	0.8 %	-13.1 %	\$1.24	\$1.38	-\$0.13
	MORRISTOWN	55,397	12,468	29.0 %	-5.1 %	\$70,873	\$9,430	15.3 %	-9.6 %	\$1.28	\$1.43	-\$0.15
Region 3	Sum:	463,867	40,097	9.5 %	-8.7 %	\$605,994	\$16,224	2.8 %	-8.9 %	\$1.31	\$1.39	-\$0.09
Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 4	NASHVILLE VI	35,986	9,250	34.6 %	-9.7 %	\$46,885	\$7,909	20.3 %	-11.2 %	\$1.30	\$1.46	-\$0.15
	OPELIKA VP	40,672	14,076	52.9 %	17.0 %	\$48,422	\$13,190	37.4 %	15.7 %	\$1.19	\$1.32	-\$0.13
	THOMASVILLE	71,398	13,843	24.1 %	-2.5 %	\$91,137	\$9,003	11.0 %	-4.5 %	\$1.28	\$1.43	-\$0.15
	TUSCALOOSA	46,287	4,617	11.1 %	-5.4 %	\$61,281	\$1,401	2.3 %	-7.0 %	\$1.32	\$1.44	-\$0.11
	VILLA RICA VI	44,039	2,510	6.0 %	-9.9 %	\$57,961	\$-129	-0.2 %	-12.6 %	\$1.32	\$1.40	-\$0.08
	VILLA RICA VI	47,996	10,415	27.7 %	-5.0 %	\$62,176	\$10,164	19.5 %	-9.0 %	\$1.30	\$1.38	-\$0.09
Region 4	Sum:	286,378	54,711	23.6 %	-3.4 %	\$367,863	\$41,538	12.7 %	-5.9 %	\$1.28	\$1.41	-\$0.12
	Sum:	1,342,142	225,853	20.2 %	-3.1 %	\$1,755,234	\$164,157	10.3 %	-4.6 %	\$1.31	\$1.43	-\$0.12

FBI 00484

CONFIDENTIAL COUNSEL
ONLY

4th Quarter, 2002 vs 4th Quarter, 2001
All Brands

J. Spans

18 Brand Breakfast

Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 1	BATON ROUGE	98,123	12,928	15.2 %	2.6 %	\$116,143	\$4,752	4.3 %	-7.1 %	\$1.18	\$1.31	-\$0.12
	BRADENTON V	145,749	-37,696	-20.5 %	-13.7 %	\$148,430	\$-58,551	-28.3 %	-19.5 %	\$1.02	\$1.13	-\$0.11
	JACKSONVILLE	186,829	25,781	16.0 %	-3.5 %	\$183,741	\$8,502	4.9 %	-17.5 %	\$0.98	\$1.09	-\$0.10
	LAFAYETTE V	93,708	8,675	10.2 %	4.8 %	\$107,222	\$3,684	3.6 %	-10.2 %	\$1.14	\$1.22	-\$0.07
	MIAMI VP	222,054	-21,205	-8.7 %	-13.8 %	\$214,206	\$-40,213	-15.8 %	-19.4 %	\$0.96	\$1.05	-\$0.08
	NEW ORLEANS	114,231	11,944	11.7 %	-8.2 %	\$151,936	\$-1,662	-1.1 %	-11.4 %	\$1.33	\$1.50	-\$0.17
	ORLANDO VP	72,138	-2,455	-3.3 %	-13.4 %	\$71,225	\$-12,135	-14.6 %	-17.4 %	\$0.99	\$1.12	-\$0.13
Region 1	Sum:	932,832	-2,028	-0.2 %	-8.1 %	\$992,904	\$-95,623	-8.8 %	-15.7 %	\$1.06	\$1.16	-\$0.10

Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 2	EL PASO VP	81,281	13,473	19.9 %	-2.7 %	\$106,226	\$-14,010	-11.7 %	-15.8 %	\$1.31	\$1.77	-\$0.47
	FORT SMITH V	56,338	3,038	5.7 %	23.0 %	\$50,446	\$-11,664	-18.8 %	-1.8 %	\$0.90	\$1.17	-\$0.27
	HOUSTON VP	240,378	112,495	88.0 %	17.9 %	\$232,306	\$46,144	24.8 %	-8.6 %	\$0.97	\$1.46	-\$0.49
	MEMPHIS VP	69,423	-11,273	-14.0 %	-4.1 %	\$73,051	\$-10,608	-12.7 %	-12.0 %	\$1.05	\$1.04	\$0.02
	SAN ANTONIO	298,706	-620	-0.2 %	0.8 %	\$375,385	\$-33,641	-8.2 %	-6.5 %	\$1.26	\$1.37	-\$0.11
	TYLER VP - DA	75,787	-9,563	-11.2 %	34.0 %	\$63,133	\$-11,015	-14.9 %	21.9 %	\$0.83	\$0.87	-\$0.04
	TYLER VP - TY	100,465	8,504	9.2 %	20.0 %	\$96,630	\$699	0.7 %	5.7 %	\$0.96	\$1.04	-\$0.08
Region 2	Sum:	922,378	116,054	14.4 %	8.2 %	\$997,176	\$-34,095	-3.3 %	-6.1 %	\$1.08	\$1.28	-\$0.20

Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 3	BLUEFIELD VP	188,231	-35,553	-15.9 %	-18.2 %	\$195,097	\$-45,402	-18.9 %	-19.0 %	\$1.04	\$1.07	-\$0.04
	GOLDSBORO V	240,902	23,580	10.9 %	18.9 %	\$223,386	\$23,095	11.5 %	9.3 %	\$0.93	\$0.92	\$0.01
	HAMPTON RO.	113,950	26,714	30.6 %	39.5 %	\$99,697	\$21,471	27.4 %	22.7 %	\$0.87	\$0.90	-\$0.02
	JAMESTOWN V	139,009	-7,543	-5.1 %	1.4 %	\$120,763	\$609	0.5 %	-8.9 %	\$0.87	\$0.82	\$0.05
	LYNCHBURG V	150,264	-40,715	-21.3 %	-6.7 %	\$136,982	\$-30,871	-18.4 %	-9.2 %	\$0.91	\$0.88	\$0.03
	MORRISTOWN	111,043	-25,473	-18.7 %	-9.1 %	\$106,564	\$-14,118	-11.7 %	-6.4 %	\$0.96	\$0.88	\$0.08
Region 3	Sum:	943,399	-58,990	-5.9 %	0.2 %	\$882,489	\$-45,217	-4.9 %	-5.3 %	\$0.94	\$0.93	\$0.01

Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 4	NASHVILLE VI	143,283	40,332	39.2 %	27.5 %	\$138,530	\$33,083	31.4 %	14.5 %	\$0.97	\$1.02	-\$0.06
	OPELIKA VP	130,629	22,033	20.3 %	10.5 %	\$127,734	\$4,466	3.6 %	-1.4 %	\$0.98	\$1.14	-\$0.16
	THOMASVILLE	314,688	4,309	1.4 %	-6.7 %	\$352,324	\$-4,652	-1.3 %	-9.5 %	\$1.12	\$1.15	-\$0.03
	TUSCALOOSA	173,637	-133,515	-43.5 %	-17.9 %	\$179,752	\$-81,618	-31.2 %	-16.3 %	\$1.04	\$0.85	\$0.18
	VILLA RICA VI	176,129	57,184	48.1 %	11.4 %	\$167,804	\$28,025	20.0 %	-3.6 %	\$0.95	\$1.18	-\$0.22
	VILLA RICA VI	240,025	71,951	42.8 %	15.0 %	\$224,500	\$36,306	19.3 %	1.0 %	\$0.94	\$1.12	-\$0.18
Region 4	Sum:	1,178,391	62,294	5.6 %	1.8 %	\$1,190,644	\$15,610	1.3 %	-5.2 %	\$1.01	\$1.05	-\$0.04
	Sum:	3,977,000	117,330	3.0 %	0.0 %	\$4,063,213	\$-159,326	-3.8 %	-8.4 %	\$1.02	\$1.09	-\$0.07

CONFIDENTIAL COUNSEL
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FBI 00485

4th Quarter, 2002 vs 4th Quarter, 2001
All Brands

F. Cabello
up / AFood

9 Brand Dessert Cake

Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 1	BATON ROUGE	11,514	2,905	33.7 %	41.2 %	\$33,981	\$8,680	34.3 %	32.2 %	\$2.95	\$2.94	\$0.01
	BRADENTON V	6,227	-5,922	-48.7 %	-12.6 %	\$16,149	\$-15,499	-49.0 %	-20.9 %	\$2.59	\$2.61	-\$0.01
	JACKSONVILL	4,277	2,602	155.3 %	-13.2 %	\$11,907	\$7,976	202.9 %	1.9 %	\$2.78	\$2.35	\$0.44
	LAFAYETTE V	13,831	341	2.5 %	-1.3 %	\$46,025	\$4,682	11.3 %	-1.9 %	\$3.33	\$3.06	\$0.26
	MIAMI VP	3,679	-2,153	-36.9 %	-28.3 %	\$10,669	\$-6,191	-36.7 %	-33.2 %	\$2.90	\$2.89	\$0.01
	NEW ORLEANS	11,153	1,952	21.2 %	113.5 %	\$33,465	\$6,298	23.2 %	67.0 %	\$3.00	\$2.95	\$0.05
	ORLANDO VP	939	-1,800	-65.7 %	-31.7 %	\$2,163	\$-4,626	-68.1 %	-28.8 %	\$2.30	\$2.48	-\$0.17
Region 1	Sum:	51,620	-2,075	-3.9 %	5.7 %	\$154,360	\$1,321	0.9 %	2.6 %	\$2.99	\$2.85	\$0.14
Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 2	EL PASO VP	2,207	-541	-19.7 %	61.5 %	\$6,126	\$-1,463	-19.3 %	70.3 %	\$2.78	\$2.76	\$0.01
	FORT SMITH V	3,682	1,041	39.4 %	14.1 %	\$10,367	\$2,798	37.0 %	19.8 %	\$2.82	\$2.87	-\$0.05
	HOUSTON VP	8,050	-3,383	-29.6 %	-6.6 %	\$24,035	\$-9,829	-29.0 %	-17.7 %	\$2.99	\$2.96	\$0.02
	MEMPHIS VP	6,218	-17,343	-73.6 %	-9.1 %	\$18,464	\$-25,315	-57.8 %	-24.3 %	\$2.97	\$1.86	\$1.11
	SAN ANTONIO	30,687	8,115	36.0 %	14.8 %	\$86,107	\$20,284	30.8 %	23.9 %	\$2.81	\$2.92	-\$0.11
	TYLER VP - DA	4,363	-32	-0.7 %	-46.9 %	\$12,580	\$-461	-3.5 %	-20.9 %	\$2.88	\$2.97	-\$0.08
	TYLER VP - TY	11,123	1,734	18.5 %	4.5 %	\$32,162	\$4,608	16.7 %	13.1 %	\$2.89	\$2.93	-\$0.04
Region 2	Sum:	66,330	-10,409	-13.6 %	2.6 %	\$189,839	\$-9,378	-4.7 %	4.1 %	\$2.86	\$2.60	\$0.27
Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 3	BLUEFIELD VP	22,145	-10,087	-31.3 %	-1.4 %	\$60,207	\$-27,914	-31.7 %	11.7 %	\$2.72	\$2.73	-\$0.02
	GOLDSBORO V	21,465	8,234	62.2 %	4.6 %	\$53,564	\$19,275	56.2 %	-0.9 %	\$2.50	\$2.59	-\$0.10
	HAMPTON RO.	17,720	11,458	183.0 %	25.9 %	\$47,995	\$30,852	180.0 %	50.3 %	\$2.71	\$2.74	-\$0.03
	JAMESTOWN V	26,829	-541	-2.0 %	-16.8 %	\$72,588	\$9,661	15.4 %	-5.4 %	\$2.71	\$2.30	\$0.41
	LYNCHBURG V	17,118	-5,667	-24.9 %	-17.2 %	\$46,253	\$-20,849	-31.1 %	-24.9 %	\$2.70	\$2.94	-\$0.24
	MORRISTOWN	16,201	-586	-3.5 %	-5.7 %	\$46,570	\$99	0.2 %	-1.5 %	\$2.87	\$2.77	\$0.11
Region 3	Sum:	121,478	2,811	2.4 %	-4.4 %	\$327,177	\$11,124	3.5 %	1.2 %	\$2.69	\$2.66	\$0.03
Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 4	NASHVILLE VI	7,415	-218	-2.9 %	-14.4 %	\$20,346	\$-4,562	-18.3 %	-21.9 %	\$2.74	\$3.26	-\$0.52
	OPELIKA VP	10,584	-325	-3.0 %	-20.9 %	\$30,087	\$51	0.2 %	-14.4 %	\$2.84	\$2.75	\$0.09
	THOMASVILLE	6,932	-10,374	-59.9 %	-8.4 %	\$15,477	\$-28,429	-64.8 %	-5.2 %	\$2.23	\$2.54	-\$0.30
	TUSCALOOSA	21,261	331	1.6 %	-7.1 %	\$62,383	\$2,064	3.4 %	-6.3 %	\$2.93	\$2.88	\$0.05
	VILLA RICA VI	18,060	4,271	31.0 %	12.0 %	\$51,950	\$9,415	22.1 %	10.2 %	\$2.88	\$3.08	-\$0.21
	VILLA RICA VI	20,616	6,236	43.4 %	16.5 %	\$62,328	\$18,733	43.0 %	59.9 %	\$3.02	\$3.03	-\$0.01
Region 4	Sum:	84,868	-79	-0.1 %	-7.8 %	\$242,572	\$-2,729	-1.1 %	-3.5 %	\$2.86	\$2.89	-\$0.03
Sum:		324,296	-9,752	-2.9 %	-2.7 %	\$913,947	\$338	0.0 %	0.4 %	\$2.82	\$2.73	\$0.08

CONFIDENTIAL COUNSEL
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FBI 00486

4th Quarter, 2002 vs 4th Quarter, 2001
All Brands

20 Brand Snack Cake

Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 1	BATON ROUGE	645,323	168,911	35.5 %	16.0 %	\$190,007	\$28,467	17.6 %	-6.2 %	\$0.29	\$0.34	-\$0.04
	BRADENTON V	158,234	18,565	13.3 %	-15.0 %	\$87,237	\$7,555	9.5 %	-8.7 %	\$0.55	\$0.57	-\$0.02
	JACKSONVILLE	186,135	44,563	31.5 %	12.9 %	\$79,528	\$4,955	6.6 %	1.4 %	\$0.43	\$0.53	-\$0.10
	LAFAYETTE V	1,020,042	200,991	24.5 %	20.3 %	\$313,244	\$38,082	13.8 %	-0.9 %	\$0.31	\$0.34	-\$0.03
	MIAMI VP	296,917	-52,515	-15.0 %	-23.4 %	\$175,153	\$-24,679	-12.3 %	-18.4 %	\$0.59	\$0.57	\$0.02
	NEW ORLEANS	571,638	109,289	23.6 %	18.2 %	\$198,533	\$26,620	15.5 %	2.3 %	\$0.35	\$0.37	-\$0.02
	ORLANDO VP	35,546	-348	-1.0 %	-20.1 %	\$20,667	\$-443	-2.1 %	-15.2 %	\$0.58	\$0.59	-\$0.01
	Sum:	2,913,835	489,456	20.2 %	8.6 %	\$1,064,368	\$80,556	8.2 %	-5.6 %	\$0.37	\$0.41	-\$0.04

Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 2	EL PASO VP	190,612	-18,230	-8.7 %	-9.0 %	\$86,191	\$-10,727	-11.1 %	-4.8 %	\$0.45	\$0.46	-\$0.01
	FORT SMITH V	173,966	36,209	26.3 %	21.7 %	\$58,088	\$1,945	3.5 %	-0.5 %	\$0.33	\$0.41	-\$0.07
	HOUSTON VP	820,063	263,897	47.4 %	17.3 %	\$258,771	\$32,761	14.5 %	3.5 %	\$0.32	\$0.41	-\$0.09
	MEMPHIS VP	114,435	71,442	166.2 %	-4.9 %	\$35,940	\$18,657	108.0 %	-10.0 %	\$0.31	\$0.40	-\$0.09
	SAN ANTONIO	3,194,751	140,691	4.6 %	4.6 %	\$1,302,645	\$107,863	9.0 %	7.4 %	\$0.41	\$0.39	\$0.02
	TYLER VP - DA	218,728	30,150	16.0 %	36.7 %	\$64,405	\$1,556	2.5 %	20.9 %	\$0.29	\$0.33	-\$0.04
	TYLER VP - TY	886,554	123,525	16.2 %	18.1 %	\$318,001	\$26,118	8.9 %	3.2 %	\$0.36	\$0.38	-\$0.02
	Sum:	5,599,109	647,684	13.1 %	9.3 %	\$2,124,040	\$178,173	9.2 %	5.5 %	\$0.38	\$0.39	-\$0.01

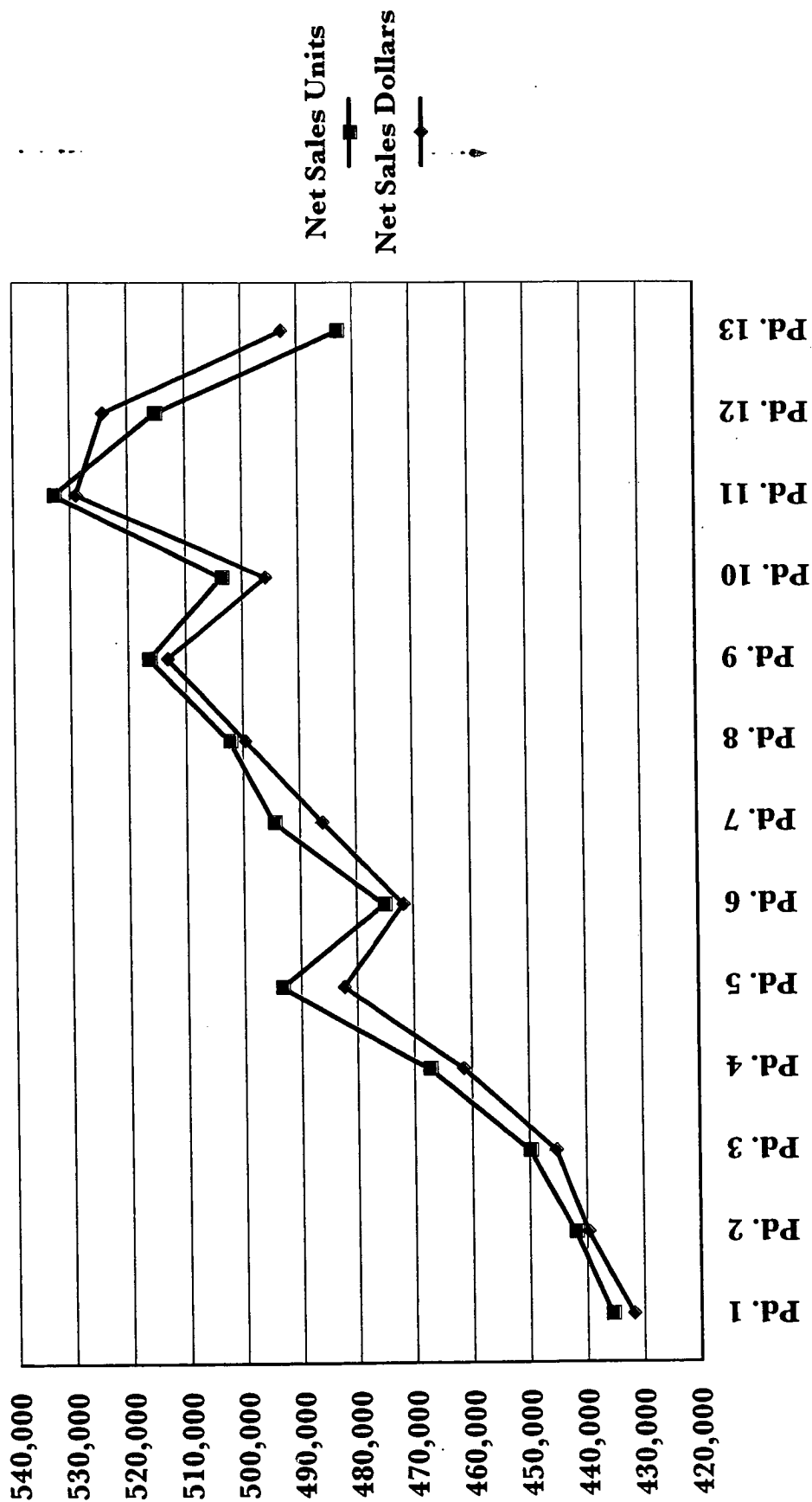
Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 3	BLUEFIELD VP	891,901	-282,592	-24.1 %	-23.2 %	\$417,043	\$-51,262	-10.9 %	-18.7 %	\$0.47	\$0.40	-\$0.07
	GOLDSBORO V	465,904	-22,021	-4.5 %	-4.4 %	\$214,787	\$-21,857	-9.2 %	-5.4 %	\$0.46	\$0.49	-\$0.02
	HAMPTON RO.	147,093	818	0.6 %	-16.5 %	\$55,253	\$-7,881	-12.5 %	-21.1 %	\$0.38	\$0.43	-\$0.06
	JAMESTOWN V	133,752	-3,848	-2.8 %	-25.1 %	\$52,611	\$-10,673	-16.9 %	-26.9 %	\$0.39	\$0.46	-\$0.07
	LYNCHBURG V	518,905	-39,263	-7.0 %	-7.2 %	\$214,382	\$-14,295	-6.3 %	-14.5 %	\$0.41	\$0.41	\$0.00
	MORRISTOWN	91,515	-21,467	-19.0 %	-17.0 %	\$35,745	\$-8,914	-20.0 %	-12.4 %	\$0.39	\$0.40	-\$0.00
	Sum:	2,249,070	-368,373	-14.1 %	-16.0 %	\$989,821	\$-114,882	-10.4 %	-15.6 %	\$0.44	\$0.42	-\$0.02

Region	VP	4th Qtr. Units	Unit Var.	Var. %	YTD Var. %	4th Qtr. \$	\$ Var.	Var. %	YTD Var. %	2002 AWP	2001 AWP	Var.
Region 4	NASHVILLE VI	96,698	20,806	27.4 %	24.3 %	\$37,993	\$9,993	35.7 %	31.2 %	\$0.39	\$0.37	\$0.02
	OPELIKA VP	359,846	-39,510	-9.9 %	-8.3 %	\$163,747	\$-10,649	-6.1 %	-5.3 %	\$0.46	\$0.44	\$0.02
	THOMASVILLE	832,041	-116,826	-12.3 %	-6.6 %	\$332,883	\$-34,304	-9.3 %	-4.9 %	\$0.40	\$0.39	\$0.01
	TUSCALOOSA	531,594	131,532	32.9 %	1.2 %	\$222,882	\$4,724	2.2 %	-13.5 %	\$0.42	\$0.53	-\$0.13
	VILLA RICA VI	217,897	-36,571	-14.4 %	-14.1 %	\$111,710	\$-18,451	-14.2 %	-12.3 %	\$0.51	\$0.51	\$0.00
	VILLA RICA VI	286,121	-3,374	-1.2 %	-15.8 %	\$141,538	\$-5,347	-3.6 %	-14.2 %	\$0.49	\$0.51	-\$0.01
	Sum:	2,324,197	-43,943	-1.9 %	-6.1 %	\$1,010,753	\$-54,034	-5.1 %	-8.2 %	\$0.43	\$0.45	-\$0.01
Sum:		13,086,211	724,824	5.9 %	0.4 %	\$5,188,982	\$89,814	1.8 %	-4.6 %	\$0.40	\$0.41	-\$0.02

FBI 00487

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Class 09 - Tortillas
FY 2002



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FBI 00489

Marketing Projects

1. White Bread

- Nature's Own For Kids - *Q1 plan - VR team*
- Sunbeam Holiday - *feedback*
- Holiday Spot - *→*
- Sunbeam Consumer Promotion - *Sun Dream wk 16*
- Spring White Bread Promotion - *TBD wk 24*
- Sunbeam Potato Bread - test - *TV - B'ham*

2. Nature's Own

- Light / Sugar Free Promotion - *underway*
 - New Items - *1/27 - tests -*
 - New Items PR - *make under dev.*
 - New Items FSI - *2/23*
 - Batesville Products - *C. Moan*
 - Bagels / Muffins - *no artificial - pkg. dev.*
- Winter Promo 1/27*
Dallas

3. Cobblestone Mill

- Crunchy Oatmeal - *CM*
- Sugar Free - *CM*
- Premium White - *CM*
- Toppings - *CM*
- FSI - 2/3 - *sample*
- Waffles - *straggling*
- Waffle Bowls - *Sample*
- New Bagel Package - *Sample*
- Spolettini Rolls - *Sample*

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FBI 00490

Marketing Projects

4. Cake

- Toaster Pastries
- New Item – Breakfast Bun, 3 pack Cinnamon Roll, 4 pack Breakfast Bun, Pound Cake, Vanilla Cupcake
- Valentine Theme
- BeeBo Brand
- Hispanic Cake
- Fruit Cake

5. Miscellaneous

- Pinnacle Award

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FBI 00491



Flowers Bakeries, Inc.
Sales Data Warehouse



Report #: FBI-100-31001-1

Report Date: 1/2/03

Last Updated: 1/2/03

Report Author: SDW

Top 25 Customers Flowers Retail

Fiscal Year: 2002 Fiscal Quarter: 4

***** Net Sales Dollars *****

Customer	YTD Weekly Avg	YR 2002 Quarter 4	YR 2001 Quarter 4	Dollars	% Dollars	YTD 2002	YTD 2001	Dollars	% Dollars
WAL-MART	\$2,360,002	\$29,922,423	\$23,312,426	\$5,609,997	28.35 %	\$122,720,091	\$97,369,431	\$25,350,660	26.04 %
INDEPENDENT ACCOUNTS	\$2,147,560	\$24,778,448	\$25,191,659	- \$413,212	-1.64 %	\$111,672,607	\$111,830,915	- \$158,308	-0.14 %
WINN DIXIE	\$2,069,786	\$23,963,100	\$24,660,598	- \$697,498	-2.83 %	\$107,628,863	\$114,419,807	- \$6,790,944	-5.94 %
KROGER	\$1,073,238	\$12,432,337	\$12,014,391	\$417,946	3.48 %	\$55,808,353	\$54,769,848	\$1,038,505	1.90 %
FOOD LION	\$663,429	\$9,762,695	\$9,873,079	- \$110,384	-1.12 %	\$44,898,332	\$46,989,751	- \$2,091,419	-4.45 %
PUBLIX	\$670,730	\$8,175,169	\$7,622,404	\$552,764	7.25 %	\$34,877,963	\$33,280,174	\$1,597,789	4.80 %
H E BUTT	\$429,803	\$5,380,559	\$4,386,676	\$993,883	22.66 %	\$22,349,776	\$18,922,987	\$3,426,790	18.11 %
BRUNOS	\$396,829	\$4,413,055	\$4,852,899	- \$439,844	-9.06 %	\$20,739,132	\$21,770,024	- \$1,030,892	-4.74 %
BROOKSHIRE GROCERY COMPANY	\$337,583	\$4,346,400	\$3,599,006	\$777,394	21.78 %	\$17,554,336	\$15,578,224	\$1,976,112	12.69 %
ALBERTSONS	\$316,529	\$3,631,239	\$4,183,721	- \$552,482	-13.21 %	\$16,459,489	\$19,826,983	- \$3,367,493	-16.98 %
PIGGLY WIGGLY	\$280,685	\$3,269,420	\$3,350,956	- \$81,536	-2.43 %	\$14,595,616	\$15,382,141	- \$786,525	-5.11 %
DOLLAR GENERAL	\$240,570	\$3,075,028	\$2,195,796	\$879,232	40.04 %	\$12,509,665	\$8,130,529	\$4,379,136	53.86 %
INGLES INC	\$184,450	\$2,180,790	\$2,256,306	- \$75,516	-3.35 %	\$9,591,374	\$9,610,173	- \$18,799	-0.20 %
SUPERVALU	\$187,255	\$2,144,382	\$2,192,921	- \$48,539	-2.21 %	\$9,737,282	\$10,268,273	- \$530,991	-5.17 %
SAMS	\$165,065	\$1,884,998	\$1,691,863	\$193,136	11.42 %	\$8,583,394	\$6,432,582	\$2,150,812	33.44 %
KMART	\$156,179	\$1,868,081	\$2,186,392	- \$318,311	-14.56 %	\$8,121,331	\$9,856,507	- \$1,735,176	-17.60 %
BI LO	\$129,697	\$1,473,818	\$1,562,092	- \$88,274	-5.65 %	\$6,744,244	\$7,479,069	- \$734,825	-9.83 %
FIESTA MART INC	\$116,147	\$1,469,424	\$1,292,169	\$177,254	13.72 %	\$6,039,650	\$5,708,659	\$330,990	5.80 %
BROOKSHIRE BROTHERS	\$124,438	\$1,447,353	\$1,585,779	- \$138,426	-8.73 %	\$6,470,777	\$6,779,604	- \$308,826	-4.56 %
FOOD CITY K-V-A-T FOOD STORES	\$91,776	\$1,157,806	\$1,043,969	\$113,837	10.90 %	\$4,772,363	\$6,294,040	- \$1,521,677	-24.18 %
HARRIS TEETER	\$96,219	\$1,140,152	\$1,057,142	\$83,000	7.85 %	\$5,003,385	\$4,317,236	\$686,149	15.89 %
A & P	\$94,684	\$1,075,112	\$1,257,975	- \$182,862	-14.54 %	\$4,923,572	\$5,648,525	- \$724,953	-12.83 %
HARVEYS	\$82,152	\$1,004,287	\$1,024,367	- \$20,080	-1.96 %	\$4,271,906	\$4,230,157	\$41,749	0.99 %
FARM FRESH INC	\$81,965	\$974,129	\$835,229	\$138,900	16.63 %	\$4,262,162	\$1,882,595	\$2,379,567	126.40 %
CIRCLE K	\$84,149	\$948,649	\$1,010,504	- \$61,855	-6.12 %	\$4,375,736	\$4,165,307	\$210,429	5.05 %
Grand Total:	\$14,840,820	\$175,889,837	\$168,874,061	\$7,015,776	4.15 %	\$771,722,644	\$752,248,016	\$19,474,628	2.59 %

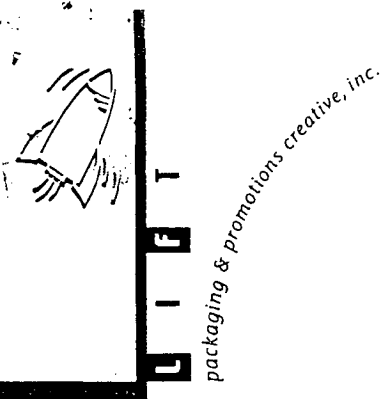
FBI 00492 CONFIDENTIAL COUNSEL ONLY

Fiscal Year: 2002 Fiscal Quarter: 4

***** Net Sales Dollars *****

FBI 00493

Exhibit 20



March 26, 2002

Greg A. Jenkins
Flowers Industries
1919 Flowers Circle
Thomasville, GA 31757

Re: 0111 Cobblestone Mill Breakfast Swirl-Maple

Enclosed please find 1 CD disk formatted for Macintosh computers utilizing the 8.0 version of the software package, Adobe Illustrator. This disk contains the following artwork:

0111 CM BfastSwirl-MAPLE.V2

You will also find a color copy for reference..

Please call with any questions (770) 818-4500.

Thank you

cc: Janice Anderson, Flowers Bakeries, Inc.

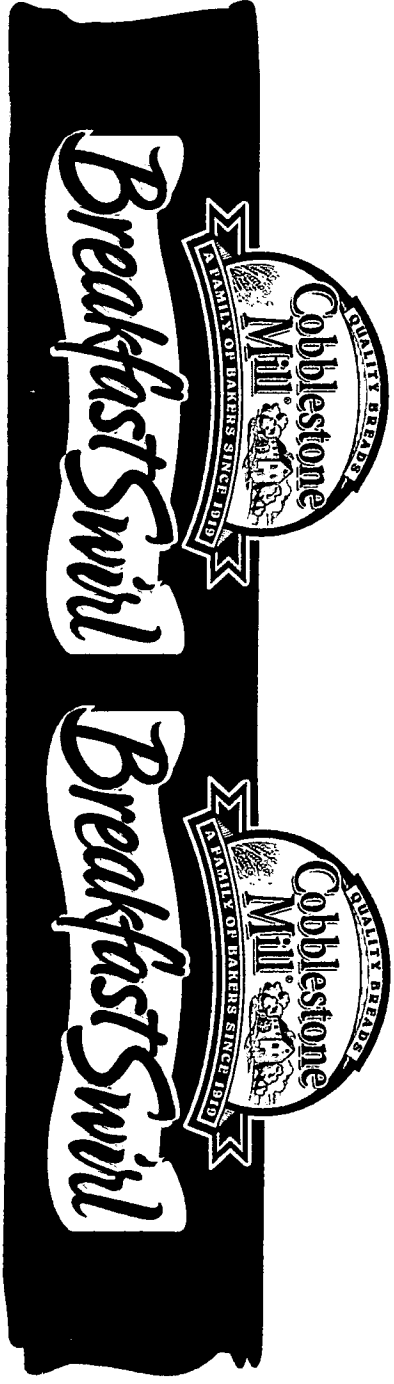
CONFIDENTIAL

3330 Cumberland Blvd
Suite 450
Atlanta, Georgia 30339

FBI 00097

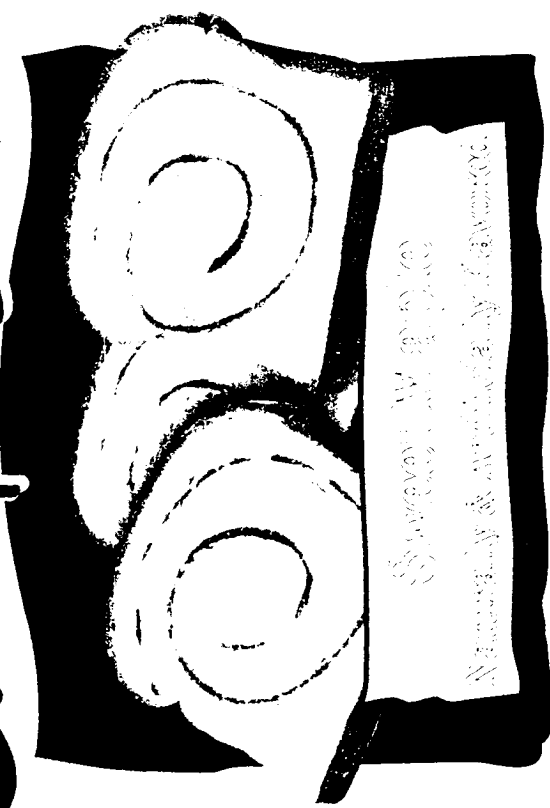
770.818.4500
770.818.4515 fax

www.liftcreative.com



13.75" FRON

Breakfast Swirl



NET WT. 16 OZ. (1LB.) (454g) ① PAREVE



Breakfast Swirl



4" GUSSET

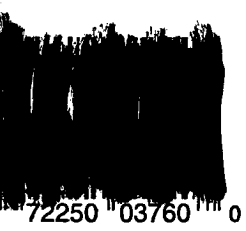


Start your morning with a delicious blend of cinnamon and raisins. Toast and enjoy the taste of Cinnamon Raisin Breakfast Bread. Or may we suggest...

COPY TO BE PLACED IN HERE

Nutrition Facts	
Serving Size 1 Slice (28g/1oz)	
Servings Per Container 16	
Amount Per Serving	
Calories 90	Calories from Fat 10
% Daily Value*	
Total Fat 1g	2%
Saturated Fat 0g	0%
Polysaturated Fat 0g	
Monounsaturated Fat 0g	
Cholesterol 0mg	0%
Sodium 105mg	4%
Total Carbohydrate 17g	6%
Dietary Fiber 1g	5%
Sugars 8g	
Protein 2g	
Vitamin A 0% • Vitamin C 0%	
Calcium 4% • Iron 4%	
*Percent Daily Values are based on a diet of other people's secrets.	
INGREDIENTS: ENRICHED WHEAT FLOUR, FLOUR, MALTED BARLEY FLOUR, NIACIN, REDUCED IRON, THIAMIN MONONITRATE, RIBOFLAVIN, FOLIC ACID, RAISINS, WATER, SUGAR, HIGH FRUCTOSE CORN SYRUP, YEAST, PARTIALLY HYDROGENATED VEGETABLE OIL, SOYBEAN OIL AND/OR COTTONSEED OIL, CONTAINS 2% OR LESS OF EACH OF THE FOLLOWING: WHEAT GLUTEN, WHEAT BRAN, HONEY, SALT, NATURAL FLAVOR, SOYBEAN OIL, CINNAMON, ENZYME ACTIVE SOY FLOUR, ETHOXYLATED MONO- AND DIGLYCERIDES, MONOGLYCERIDES, GUAR GUM, SODIUM STEAROYL LACTYLATE, CALCIUM SULFATE, DATEM, AMMONIUM SULFATE, MONOCALCIUM PHOSPHATE, SUNFLOWER OIL, CORNSTARCH, CALCIUM PROPIONATE (TO PRESERVE FRESHNESS).	
BROMATE FREE	
Total Fat	Less than 65g 80g
Sat. Fat	Less than 20g 25g
Cholesterol	Less than 300mg 300mg
Sodium	Less than 2,400mg 2,400mg
Total Carbohydrate	300g 375g
Dietary Fiber	25g 30g

FLOWERS BAKERIES, INC.,
THOMASVILLE, GA 31757
© FIM MCM LXXXIX



Quality Pledge

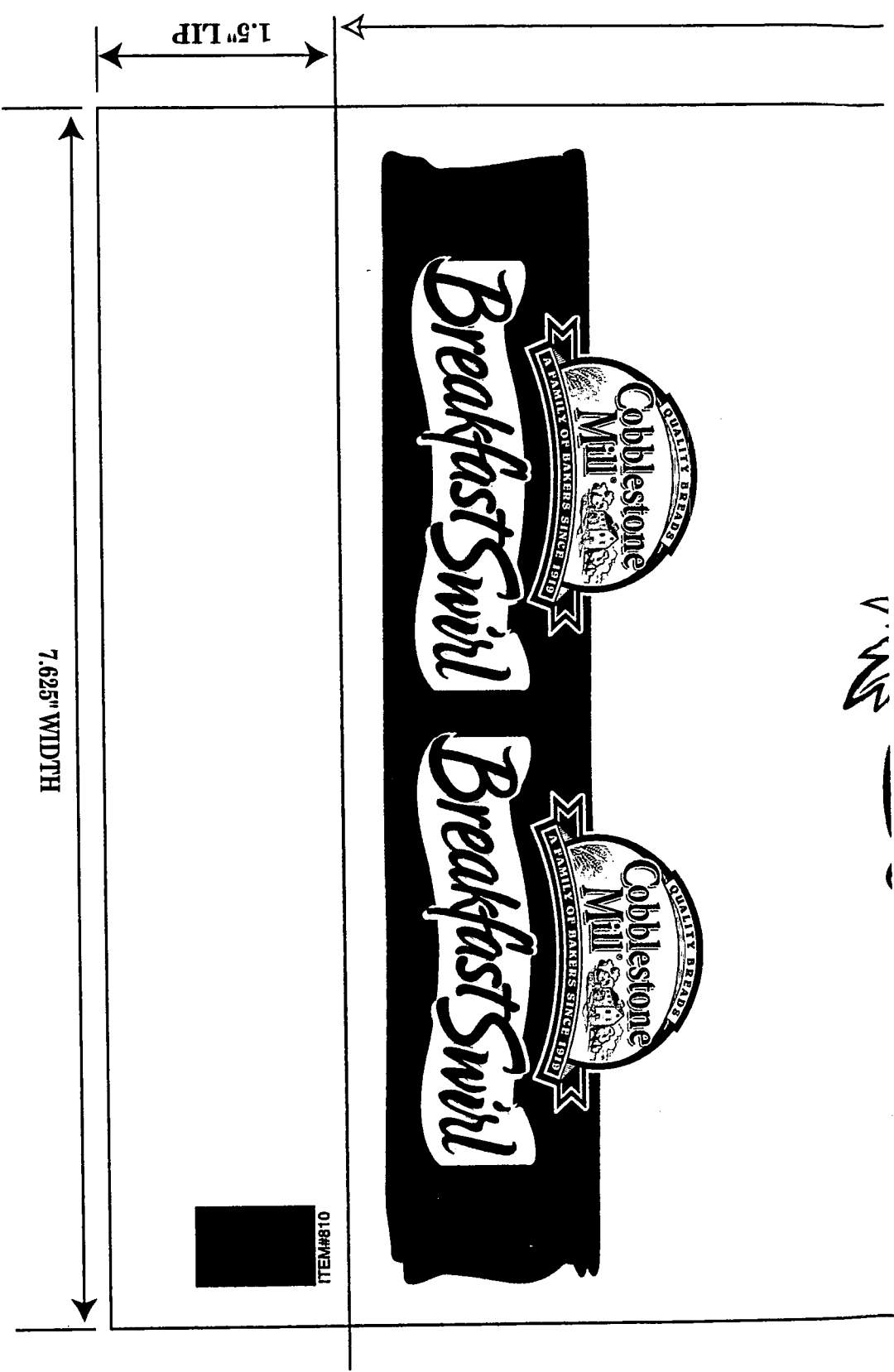
The Bakers of Cobblestone Mill are committed to providing you with the highest quality baked foods. Cobblestone Mill breads and rolls are made with premium ingredients that are carefully combined in our special recipes and then baked to perfection in our ovens. If the Cobblestone Mill name is on the package, you're certain to find great-tasting breads or rolls inside! Enjoy!

The Bakers of Cobblestone Mill

13.75" BACK

VMS

FBI 00101



<p>LIFT packaging & promotions creative, inc. 3330 Cumberland Blvd Suite 450 Atlanta, GA 30339 770.818.4500 FAX 770.818.4515</p>		<p>DESCRIPTION</p> <p>Client: Flowers - 0111 Product: Natures Own File Name: 0111 CM Blastswhirl-MAPLE Program & Version: Adobe Illustrator 8.0 Page Setup: 100% Initial Date: 11/16/01 Revision Date: 3/22/02 Final Date: 3/26/02</p>		<p>COLOR SPECS</p> <table border="1"> <tr> <td>600</td> <td>Reflex</td> <td>541</td> <td>152</td> </tr> <tr> <td>cyan</td> <td>magenta</td> <td>yellow</td> <td>black</td> </tr> </table> <p>*These colors are for mark-up indications only. When printing, match pantone color chips. *Printer is responsible for all trapping issues, press gain and screen angles.</p>		600	Reflex	541	152	cyan	magenta	yellow	black	<p>CLIENT APPROVAL</p> <p>The signature below confirms that LIFT Packaging and Promotions Creative, Inc. has been granted approval to release final artwork on disk, for the design represented by the attached color printout.</p> <p><input type="checkbox"/> APPROVED AS IS <input type="checkbox"/> WITH INDICATED CHANGES</p> <p>Signature _____ Date _____</p> <p>Please note: the client shall assume sole responsibility for all printed artwork & copy accuracy. This signed & dated release must be returned via mail or faxed to LIFT Packaging and Promotions Creative, Inc. prior to commencement of production.</p>	
600	Reflex	541	152												
cyan	magenta	yellow	black												

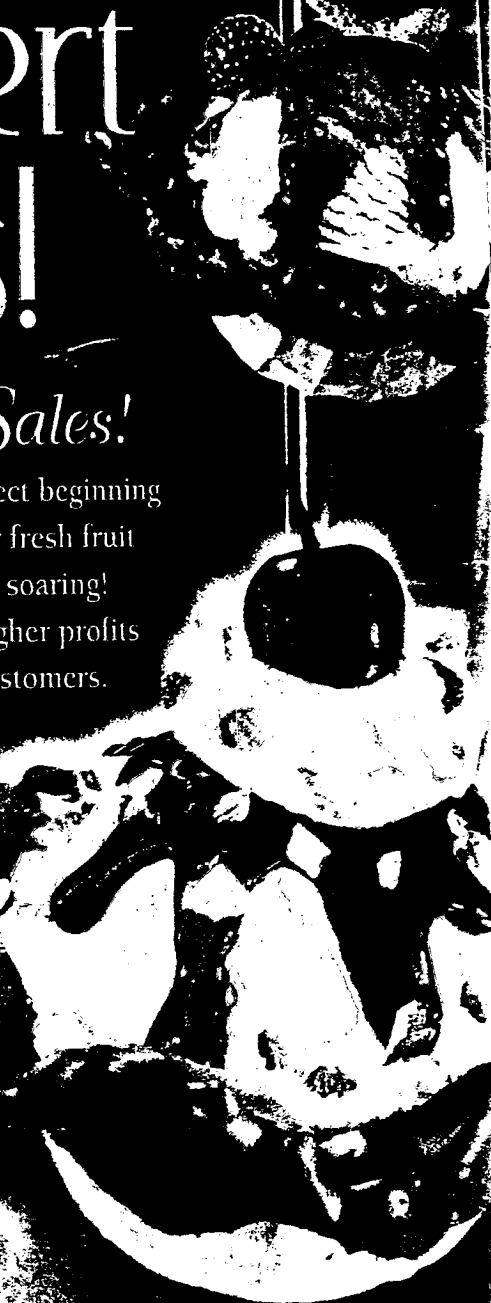
Exhibit 21



Delicious Dessert Waffle Bowls!

Sweeten Your Dessert Sales!

New Cobblestone Mill Waffle Bowls are the perfect beginning to any dessert. They're great with ice cream or fresh fruit and will send sales in many different aisles soaring! Stock up now on this great foundation for higher profits for you and delicious desserts for your customers.



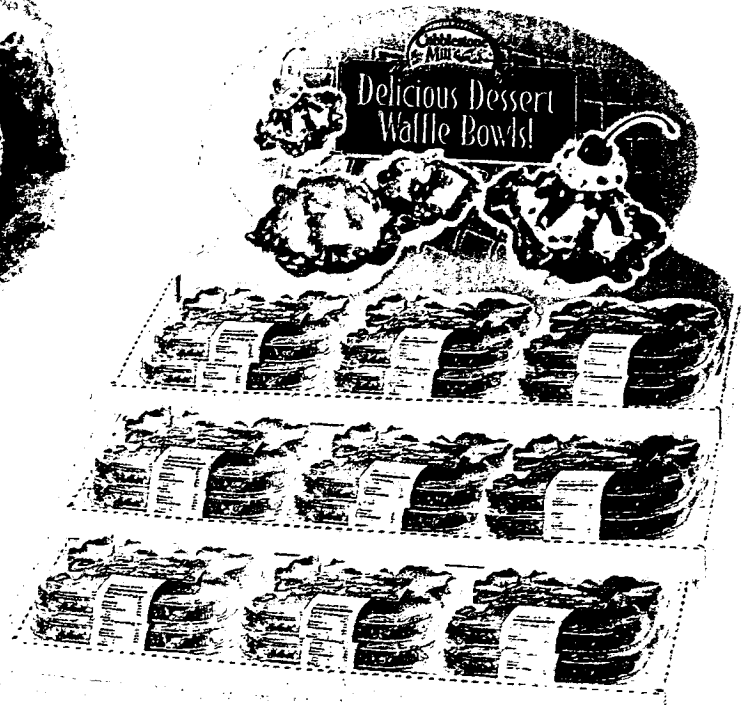
FBI 00054



Drive Dessert Sales!



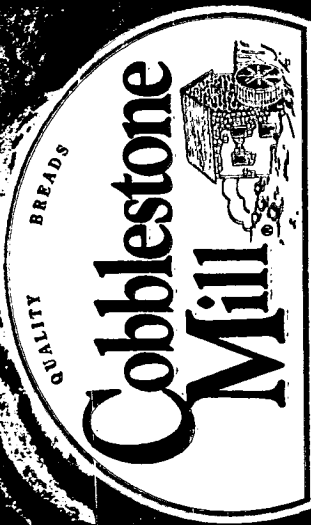
Attractive display
helps build sales in
ice cream and fresh
fruit aisles!



**18
COUNT**



FB1 00055



PREMIUM
Specialty Breads



4/8/96, 4:07 PM

layout3.pmc

FBI 00329



NEW from Cobblestone Mill!

Building on the growing consumer demand for healthy, hearty breads, Flowers Bakeries is pleased to announce the addition of three (3) new flavors of bread to our Cobblestone Mill line. From distinctive Potato Bread to the robust flavor of Crunchy Oatmeal and Healthy 'n Hearty Honey Grain, there is a choice for everyone. For maximum shelf impact, merchandise all the quality breads from Cobblestone Mill!

FBI 00047



Flowers Bakeries, Inc.

QUALITY BREADS
**Cobblestone
Mill**

A FAMILY OF BAKERS SINCE 1919

FOR HOLIDAY GATHERINGS

Perfect for the Holidays!

Make delicious Cobblestone Mill
Gourmet Potato Rolls the
"centerpiece" at holiday tables.
Your customers will reach for
these rich-tasting rolls again
and again to make their holiday
meals and entertaining
occasions something special.

Easy to Use

Great, Rich Taste

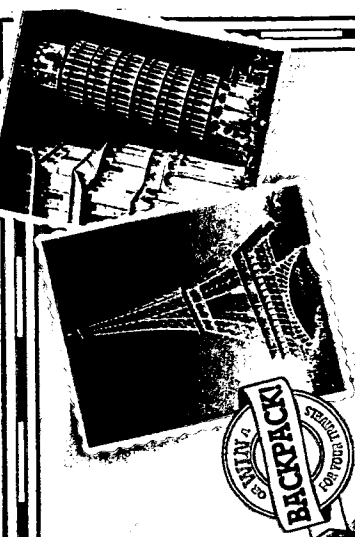
Great For
Family & Friends




0 72250 05208 5



FBI 00048




TRAVEL WITH TASTE!
Cobblestone Mill sends you on the trip of a lifetime to premier destinations and top shelf accommodations. Bon Voyage!



QUALITY BREADS!
Cobblestone Mill
A FAMILY OF BAKERS SINCE 1940

TASTE THE OLDE WORLD!
Experience the taste of fine European cuisine and learn a few tricks when you attend a cooking session with a chef. Bon Appetit!

COOK LIKE THE GREAT CHEFS OF EUROPE!



YOU COULD WIN A EUROPEAN VACATION!

NO PURCHASE NECESSARY. Open only to legal residents of the states AL, AR, FL, GA, HI, LA, MD, MI, MN, NY, OH, OK, SC, VA, TN, TX and WI who are 18 years of age or older. A purchase will not increase your chance of winning. Employees of Flowers Bakeries, LLC, its subsidiaries, affiliates, advertising and promotion agencies and members of the immediate families and persons living in the household of such employees are not eligible. Void where prohibited.

Critical Time and many states are joined on specially marked packages of Cobblestone Mill products and are available by making a call. Estimated shipping charges to be received by 12/31/91 to Cobblestone Mill. You, a European Vacation. Sweepstakes Book, PMB Station, PO Box 7354, Voluntary, CT 06488-0735.

Prizes: (1) Grand Prize - European Vacation for two, Approximate Retail Value (ARV) \$9,000; (50) First Prizes - Cobblestone Mill Bakeries/ARV \$250 each of winning will be determined by the number of eligible entries received which will be no more than 100,000.

Cobblestone Mill Co. registered trademark of Flowers Bakeries, LLC.

Cobbleslane Mill is a registered trademark of Flowers Bakesies, LLC

FBI 00051

Cinnamon Raisin

Breakfast Bread

Cinnamon Nut & Honey

Great Taste!
Made with Real Fruit

Cobblestone Mill

Breakfast Bread

Banana Pecan
Naturally Flavored

We pack so much flavor inside
there's barely room for the bread.

Jump start your morning with Cobblestone Mill Breakfast Bread. It's packed with so much flavor you can actually see it. Banana Pecan, Cinnamon Nut & Honey, Cinnamon Raisin, Apple Cinnamon, Cranberry Raisin – each one is great for recipes, toast or straight out of the bag. You might have to get up early just to decide which flavor you want.

Stuffed French Toast Recipe

- 8 slices Cobblestone Mill Breakfast Bread (any flavor)
- 4 oz. cream cheese, softened
- 6 tbsp. of your favorite seedless jam, divided
- 1 tbsp. powdered sugar
- 2 eggs
- 1/4 cup milk
- 1-2 tbsp. butter or margarine
- Additional powdered sugar

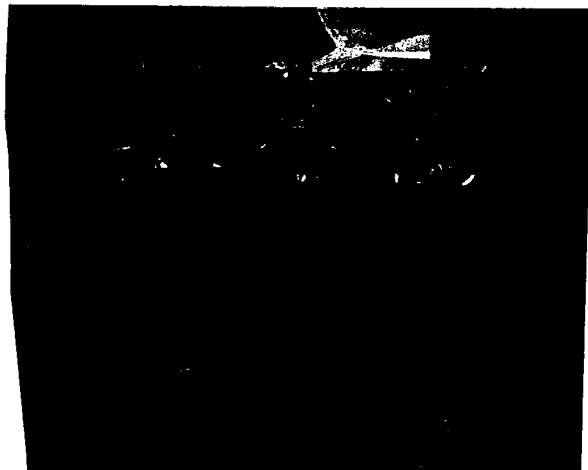
Combine cream cheese, 2 tbsp. jam and sugar in bowl; beat until smooth. Spread remaining jam, then cheese mixture over 4 slices of Cobblestone Mill Breakfast Bread; top with remaining bread slices to form sandwiches. Combine eggs and milk in shallow dish. Melt butter on griddle over medium heat. Briefly dip both sides of sandwich in egg mixture. Cook sandwiches on hot griddle, until golden brown on both sides. Sprinkle with powdered sugar. Makes 4 servings.

Apple Cinnamon

Cranberry Raisin

FBI 00052

Exhibit 22



FBI 00621

Exhibit 23

MERCHANDISING POLICY

Independent Marketing Alliance ("IMA") has adopted the following Merchandising Policy to maintain the integrity of IMA's brand names, logos, slogans and other trademarks and to set forth the authorized methods for use of the Cobblestone Market trademark and logo.

IMA owns all rights in and to the Cobblestone Market name and logo. The Cobblestone Market name and logo may be used, locally, by members of IMA on the following approved merchandising items: wearing apparel, smallwares, cups, mugs, sports equipment, golf balls, novelties, point of sale material, coupons, banners, calendars, signage; service items including napkins, food wraps, and containers; business items including briefcases, and folios; and recognition items and awards.

Reproduction or use of the Cobblestone Market name and logo in any manner other than as expressly authorized by IMA is strictly prohibited. Members of IMA shall not use the Cobblestone Market logo to defame IMA in any way, in connection with objectionable material, as determined by IMA, or in any way that is otherwise injurious to IMA.

S:\PDH Files\Active\IMA01\Trademarks\Cobblestone Market\Work-In-Process\DRA0.20051025.Merchandising Policy.doc

Exhibit 24

From: Bartt G. Thompson <bgt@pdhlaw.com>
To: dmc@pdhlaw.com <dmc@pdhlaw.com>
Date: Tuesday, April 13, 2004 6:19:19 PM
Subject:
Folder: Inbox - Known/MBH

Doug:

IMA is looking at the mark "Cobblestone Corner" for deli items similar to Boars Head Brand at retail:

Cooked Deli Items

Cheese

Refrigerated Salads

Refrigerated Pickles

Deli Mustard

Bagged Potato Chips

Possibly prepared frozen soups and entrees

Before spending money on a full search I ran a simple search. There is 1 live "Cobblestone Corner" mark that deals with porcelain figures. One dead one dealt with bakery products such as breads, buns and rolls.

As for other marks:

"Cobblestone Bread" for fresh baguette breads is live.

"Cobblestone" for table wine is live.

"Cobblestone Kitchens" for staple goods, namely hot chocolate and coffee and dairy-based food beverages is live.

"Boston Cobblestone" for cheese is live.

My initial concern is with "Cobblestone Kitchens" and "Boston Cobblestone", and to some degree "Cobblestone Bread". Your thoughts?

FYI – This is the second name they have come up with (their initial choice was "Oakwood Farms" but there is an "Oakwood" mark that deals with processed meat products – so they have backed off on that one).

Thanks for your help.

Bartt

Exhibit 25

From: Bob Planck
<rdplanck@independentmarketingalliance.com>
To: Rob_Ahrensdoerf@shamrockfoods.com
<Rob_Ahrensdoerf@shamrockfoods.com>
Date: Thursday, April 15, 2004 12:52:58 PM
Subject: Oakwood - digging deeper
Folder: Inbox - Known/MBH

We can all call in to (877) 297-3773 and enter Code 832-353-1 at 4 PM CST. When I pick up, we will all join in. Bart Thompson will join us. I fear we are wasting time and money as Bart has checked with the NY attorney general and this company exists and is active.

Robert D. Planck

President

**Please note our new contact info:
Independent Marketing Alliance**

16000 Memorial Drive, Ste 200

Houston, TX 77079

Tel: 281-531-0007 Extn. 316

Fax: 281-531-0022

email: rdplanck@independentmarketingalliance.com

www.independentmarketingalliance.com

This e-mail and any files transmitted with it are confidential and are intended solely for the use of the individual or entity to whom they are addressed. This communication may contain material protected by the attorney-client privilege. If you are not the intended recipient or the person responsible for delivering the e-mail to the intended recipient, be advised that you have received this e-mail in error and that any use, dissemination, forwarding, printing, or copying of this e-mail is strictly prohibited. If you have received this e-mail in error, please notify the sender by return e-mail and then destroy it.

From: Rob_Ahrensdoerf@shamrockfoods.com [mailto:Rob_Ahrensdoerf@shamrockfoods.com]
Sent: Thursday, April 15, 2004 12:32 PM

To: Sandy Klein, Newhall Klein
Cc: Bob Planck (E-mail)
Subject: Re: Oakwood - digging deeper

1:00pm my time is fine (4pm your time Sandy)--we'll see what Bob P says...

Rob Ahrensdorf
Director Corporate Marketing
Shamrock Foods Corp.
5080 N. 40th Street, Suite 400
Phoenix AZ. 85018
ph: 602-477-2515
fx: 602-477-2535

"Sandy Klein, Newhall Klein" <sandy@newhallklein.com>

To <Rob_Ahrensdorf@shamrockfoods.com>

04/15/2004 11:24 AM

"Bob Planck (E-mail)"
cc <rdplanck@independentmarketingalliance.com>

Subject Re: Oakwood - digging deeper

Absolutely! does 4:00 my time work for both you and Bob? My atty is available then as well.

Let me know.

Sandy

--

Sandy Klein

Newhall Klein, Inc.
6109 West KL Ave
Kalamazoo, MI 49009

269.544.0844
269.544.0848 fax

sandy@newhallklein.com
<http://www.newhallklein.com>

From: Rob_Ahrens Dorf@shamrockfoods.com
Date: Thu, 15 Apr 2004 10:19:37 -0700
To: "Sandy Klein, Newhall Klein" <sandy@newhallklein.com>
Cc: "Bob Planck (E-mail)" <rdplanck@independentmarketingalliance.com>
Subject: Re: Oakwood - digging deeper

Sandy,

Is it possible to have a Conference Call before the end of the day today with you, perhaps your outside counsel, Bob Planck and I on this deli name topic?

It appears that there is strong feeling from IMA NOT to use the name due to the legal concerns, but if we can truly get the TM office to agree to nullify the TM, or grant us the right to use it, then there is no issue...

Two questions on that Sandy:

1. How long will that process take, to find out if the TM office agrees it has been abandoned?
2. How likely is it that they will agree, given what you/your legal folks have discovered thus far?

Let me know about the conf call or the next steps as soon as you can please.

Rob

Rob Ahrens Dorf
Director Corporate Marketing
Shamrock Foods Corp.
5080 N. 40th Street, Suite 400
Phoenix AZ. 85018
ph: 602-477-2515
fx: 602-477-2535

"Sandy Klein, Newhall Klein" <sandy@newhallklein.com> 04/14/2004 09:36 AM

To

<Rob_Ahrendorf@shamrockfoods.com>

cc

"Bob Planck (E-mail)" <rdplanck@independentmarketingalliance.com>

Subject

Re: Oakwood - digging deeper

Rob,

Our process that IMA approved is for us to do a very surface search for all the names we submit. (sometimes we are searching hundreds of names before we submit them to IMA) Our search includes live, singular, plural versions of each name. We use TESS and NameProtect.com. Our search for Oakwood Deli and then Oakwood Market show no direct hits for the name in its entirety which is how we would use it.

Our process also requests that IMA (or any client) pick a top three just in case the more detailed search doesn't allow us to move further on a specific name, giving us fall back options.

Breaking each name down (if it has more than one name to it) takes additional time, that we understood was Bob's preference to turn over to his attorney once the top three were picked. I did take the time this morning (of course at no additional charge) to break all top three names down:

Oakwood - 62 hits

-1 - Oakwood (foods) out of NY

Market - 2000+

Oakwood Market - 0 hits

Cobblestone - 68 hits

- 1 - Cobblestone Kitchens (foods) out of Canada

- 1 - Cobblestone Mill (bakery) out of Georgia

Corners -503

Cobblestone Corners - 1 hit - Housewares and Glass

Counter - 991 hits
Classics - 1987 hits
Counter Classics - 4 hits - all cancelled or abandoned

Looking more carefully at the Oakwood document, it appears that this was founded in 1940. The last date of renewal was 1987, back when renewals were good for 20 years (today it's 10).

The company that currently has a trademark for Oakwood is out of Yonkers, NY. I can't find a listing of them in my Food and Beverage Marketplace guide under the company name (which is the same as the owner's name) or the brand name. Further search in our meat and poultry guide for establishment numbers (as a manufacturer) turns up nothing either.

I even called directory assistance in Yonkers and Stamford and came up with no listing under Oakwood or the owner's company name. A web search of company listings in NY turned up nothing.

It appears this company is very small. I checked with NK's trademark attorney and he agrees with the following recommendation:
Further research into the company to find evidence that they still exist. If they do not, we can easily file a petition to cancel the registration. If they are in business, and, depending on their specific business (store, manuf., etc.) our filing of Oakwood Market with a broader scope than meats may not be an obstacle.

Will advise on our findings.
Best regards,
Sandy

--

Sandy Klein

Newhall Klein, Inc.
6109 West KL Ave
Kalamazoo, MI 49009
269.544.0844
269.544.0848 fax

sandy@newhallklein.com
<http://www.newhallklein.com>

From: Rob_Ahrensdoerf@shamrockfoods.com
Date: Tue, 13 Apr 2004 16:49:33 -0700
To: sandy@newhallklein.com
Subject: Fw: Oakwood

Sandy,

All the trouble/time of what NHK and I went through and now we can't use Oakwood Market...

Any idea how we could have missed the direct trademark hit on meats for Oakwood in our initial search?

Rob Ahrensdoerf
Director Corporate Marketing
Shamrock Foods Corp.
5080 N. 40th Street, Suite 400
Phoenix AZ. 85018
ph: 602-477-2515
fx: 602-477-2535

----- Forwarded by Rob Ahrensdoerf/EMKT/ShamrockPhx/US on 04/13/2004 04:46 PM -----

"Bob Planck" <rdplanck@independentmarketingalliance.com> 04/13/2004 04:38 PM

Please respond to

<rdplanck@independentmarketingalliance.com>

To

"Brent Cady \ (E-mail\)" <bcady@ijcompany.com>, "Cecelia E. Enault LDN, Rd \ (E-mail\)" <cenault@concofoods.com>, "Chadwick, Win \ (E-mail\)" <Wchadwick@aol.com>, "Ed Sanford \ (E-mail\)" <ecsanfor@reinhardtfoodservice.com>, "Fontana. Bob \ (E-mail\)" <bfontana@independentmarketingalliance.com>, "Ocana, Ann \ (E-mail\)" <annocana@comcast.net>, "Phil Morgan \ (E-mail\)" <phil.morgan@maines.net>, "Planck, Robert \ (E-mail\)" <rdplanck@independentmarketingalliance.com>, "Rob Ahrensdoerf" <rob_ahrensdoerf@shamrockfoods.com>, "Rob Goluba" <Rob_Goluba@shamrockfoods.com>, "Stephen Krefft \ (E-mail\)" <skrefft@CONCOFOODS.com>

cc

"Bob Fontana" <bfontana@independentmarketingalliance.com>, "Jim Nesbitt \ (Jim Nesbitt\)" <jnesbitt@independentmarketingalliance.com>, "Mike Gentry \ (Mike Gentry - Office\)"

<mgentry@independentmarketingalliance.com>

Subject

FW: Oakwood

Sorry to be the bearer of bad news but it looks like "Oakwood..." Will not work for us as a deli Brand as it is active for fresh and prepared meats (documents attached). Sounds like it is back to the drawing

boards.

Robert D. Planck

President

Please note our new contact info:
Independent Marketing Alliance
16000 Memorial Drive, Ste 200
Houston, TX 77079
Tel: 281-531-0007 Extn. 316
Fax: 281-531-0022
email: rdplanck@independentmarketingalliance.com
www.independentmarketingalliance.com

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From: Bartt G. Thompson [mailto:bgt@pdhlaw.com]
Sent: Tuesday, April 13, 2004 2:33 PM
To: rdplanck@independentmarketingalliance.com
Cc: bfontana@independentmarketingalliance.com
Subject: Oakwood

Bob:

Nothing found under the specific name "Oakwood Market". Attached is information of the "Oakwood" mark we discussed.

Bartt

Exhibit 26

MEMORANDUM

To: Bob Planck
From: Bartt Thompson
Date: April 21, 2004
Re: Cobblestone Corner

IMA is considering adopting the use of the trademark "Cobblestone Corner" for deli items such as cooked deli items, cheese, refrigerated salads, refrigerated pickles, deli mustard, bagged potato chips and frozen soups and entrees. These items come under two of the classes for trademark registrations as follows:

Class 29 – Meats and Processed Foods

Cooked deli items
Cheese
Refrigerated salads
Refrigerated pickles
Bagged potato chips
Frozen soups and entrees

Class 30 – Staple foods

Deli mustard

The Mark "Cobble Stone" or "Cobblestone"

A search for the mark "cobble stone" reveals that there are a few uses of the mark, in each case combined with another word, for products under Class 30:

<u>Mark</u>	<u>Status</u>	<u>Class</u>	<u>Description</u>
Cobblestone Bread	Pending	30	Fresh baguette breads
Cobblestone Mill	Registered	30	Bakery products, namely bread, buns and rolls
Cobblestone Mill Healthy & Hearty	Registered	30	Bakery products, namely Bread
Cobblestone Kitchens	Registered	30	Staple Goods, namely Hot Chocolate and Coffee

There are a couple of uses of the mark, in each case combined with another word, for products under Class 29:

Boston Cobblestone	Registered	29	Cheese
Cobblestone Kitchens	Registered	29	Dairy-Based Food Beverages

The search also revealed that "cobble stone" is in use for several other products or services outside of Classes 29 and 30. Some examples of these:

Cobblestone Pizza	Pending	42	Restaurant services
Cobblestone Creek	Pending	3	Cosmetic and cleaning (soaps)
Cobblestone Bridge	Registered	16	Paper goods and Printed Matter
" "	"	35	Advertising and Business
" "	"	28	Toys and Sporting goods

(plus several other registrations for Cobblestone Bridge)

Cobblestone Small Group Tours

	Registered	39	Transportation and Storage
Cobblestones	Registered	25	Clothing
Cobblestone	Registered	33	Wines and Spirits
Cobblestones	Registered	19	Non-metallic Building Materials
Cobblestone	Registered	42	Golf course services

The use of the mark Cobblestone has established several meanings through the registrations and pending registrations listed above.

The Mark "Cobblestone Corner"

The mark "Cobblestone Corners" was previously registered in 1975 under class 42 and cancelled in April 1982 (registrant was a third party).

The mark "Cobblestone Corner" was subsequently registered in October 1984 by Flowers Industries, Inc., which may be the owner of the mark "Cobblestone Mill" and "Cobblestone Mill Healthy & Hearty" under class 30 for bakery products-namely, breads, buns and rolls. The "Cobblestone Corner" mark was cancelled in February 1991. Finally, in April 2000 the Four Star International Trading Company registered the mark "Cobblestone Corners" under class 21 for collectible figures made of porcelain. This mark is live.

Analysis

As we have previously noted, the trademark rules emphasize the impression that is left with the viewer. When a mark is comprised of a word or words the dominant sounds that the viewer observes is the feature of the mark to be analyzed for purposes of determining likelihood of confusion.

When a word has been used in multiple classes it is said to be diluted since no single owner has sole ownership of the mark. With "cobble stone" or "cobblestone" the word has some dilution since there are several different owners of variations of marks containing the word cobblestone.

With the variations of cobblestone and the fact that the existing "cobblestone corners" is for a different product in a different class IMA should expect the trademark office to raise the existence of the "corner" mark in their investigation. IMA will have to be

prepared to respond that the goods are in different channels, and involve different buyers that are not only not identical, but are not even related.

The examiner will look for the similarity or dissimilarity of the marks as to appearance, sound, connotation and commercial impression and will compare the goods to see if they are related. We believe that IMA has a good chance at getting the mark "Cobblestone Corner" published for opposition under classes 29 and 30 for various deli items, but as you know the success of the registration process often depends on the individual examiner that is assigned the application.

Assuming publication for opposition, the owner of the "Cobblestone Mill" mark for bakery products, and possibly the owner of "Cobblestone Bread" mark for fresh baguette breads could try to oppose registration – note that the owner of "Cobblestone Mill" mark is Flowers Bakeries Brands, Inc. The owner of the "Boston Cobblestone" mark might try to oppose registration as well. We are curious as to why the trademark office did not require a disclaimer of the use of "Cobblestone" without the use of the other words in connection with these registrations. Should an opposition be filed, IMA would show the dissimilarities of the marks and the lack of confusion. We do not think IMA would be accused of trading upon the goodwill of any of these marks.

S:\PDH Files\Active\IMA\1\Trademarks\Cobblestone Corner\MEMO.20040421.Cobblestone.doc

Exhibit 27



Your one-stop shop for quality cheeses

*All the most
popular flavors*

*Sliced, shredded
and blocks*

*Adds perceived
value as well as
taste benefits*

It's Cobblestone Market™. Superior quality, fresh flavor and wholesome ingredients—Cobblestone Market Brand offers nothing less. Plus versatile options such as Provolone, Swiss, Cheddar, American and Blue Cheese. Visit Cobblestone Market to stock up on delicious cheese for any time or any application, from wraps to salads, sandwiches to party trays.

CHEESE



Add color, convenience and variety to your menu

*Incredible selection
of favorites*


*Premium, fresh
ingredients*

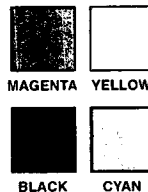
*Quality sides
increase the value of
soups, sandwiches*

With Cobblestone Market™ prepared salads, only high quality, fresh ingredients are used. We ensure the finest flavor and texture in a quick, open-and-serve format for all your business needs. On-trend recipes, whether traditional favorites or bold ethnic flavors, are carefully researched and time-tested. You can offer your customers distinctive salad choices—just open and serve Cobblestone Market salads!

PREPARED SALADS

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 NEWHALL KLEIN INC. 6109 WEST KL AVENUE KALAMAZOO, MI 49009 www.newhallklein.com EMAIL: info@newhallklein.com PHONE: 269.344.0844 • FAX: 269.344.0848		CLIENT/VENDOR APPROVAL <input type="checkbox"/> OK TO RELEASE ARTWORK <input type="checkbox"/> OK TO SUBMIT WITH ABOVE CORRECTIONS <input type="checkbox"/> PLEASE SUBMIT NEW LAYOUT(S)	
DATE: 12/21/05		CLIENT: IMA	
LOCATION: RC			
JOB REFERENCE: 4912 SHAM Merch Prod Catalog			
ARTWORK NAME: CM Merchandising Catalog 4-5.ai			
SUBSTRATE: Catalog			
FONTS: Clearface, Futura, NewBaskerville			
DIMENSIONS: L n/a x W 5.5 x H 8.5			
QUALITY CONTROL	CREATIVE DIRECTOR	ACCOUNT MANAGER	DATE
* PLEASE NOTE: <small>Newhall Klein, Inc. (NK) makes every effort to ensure that the text, artwork, photos and color of your project are correct prior to production. However, inasmuch as we are not contracting the pre-press and/or print production, we require that each designated representative review and approve a color contract proof and folded/trimmed blueprint provided by the printer, prior to printing. NK shall be limited to correcting its own product as outlined in our estimate. Newhall Klein, Inc., assumes no legal or financial responsibility for content errors or omissions on the final printed product.</small>			





Trimmed, seasoned, and cooked just right

USDA Choice and Select
Premium sandwich choices
Homestyle taste for
foodservice needs
Whole product presents well

Cobblestone Market™ pot roast and prime rib are roasted with your customers' high expectations always in mind. Our roast beef, corned beef and pastrami are every bit as delicious—and just as convenient. It's easy to offer wonderful COP presentations, spectacular sandwiches, pleasing appetizers and delightful deli trays with Cobblestone Market.



Sliced meats that will always please


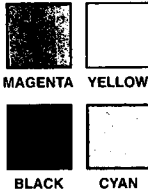
Save prep time and labor
Authentic deli flavor and
eye appeal
Great portion control

Cobblestone Market™ makes a great sandwich, terrific party tray or impressive appetizer. We select premium cuts of meat, then trim, cook, season and slice them—for your satisfaction and convenience. From turkey to ham to roast beef, a variety of delicious options and handy pack sizes will meet your needs. Cobblestone Market Brand is the choice for sliced meats.

PREMIUM MEATS

SLICED MEATS

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DATE: 12/21/05 CLIENT: IMA LOCATION: RC			
JOB REFERENCE: 4912 SHAM Merch Prod Catalog			
ARTWORK NAME: CM Merchandising Catalog 2-3.ai			
SUBSTRATE: Catalog			
FONTS: Clearface, Futura, NewBaskerville			
DIMENSIONS: L n/a x W 5.5 x H 8.5			
QUALITY CONTROL	CREATIVE DIRECTOR	ACCOUNT MANAGER	DATE
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A warm bowl of satisfying soup is a cinch

Traditional and trendy options
Made-from-scratch flavor and appearance
No chopping or cooking!

We start with fresh, premium ingredients. Then preserve all that goodness in our state-of-the-art freezing process. Whether you select boil-in-bag options or add your own water or milk, you'll find our selection perfect for soup du jour, a soup-and-salad bar, or the regular menu. Cobblestone Market™ soups help you save time and labor without compromising quality.



Pickles are a deli tradition


Whole, spears and chips
Customer-pleasing, fresh taste
Convenient pack sizes!

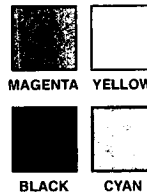
Crisp and delicious is the best way to describe Cobblestone Market™ pickles. As an accompaniment, ingredient or condiment, our pickles add authentic flavor to deli favorites. Accent sandwiches, appetizers, salads and relish trays with the tasty crunch that we know and love. The best deli items come with Cobblestone Market pickles.

SOUPS

PICKLES

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DATE: 12/21/05 CLIENT: IMA LOCATION: RC				
JOB REFERENCE: 4912 SHAM Merch Prod Catalog				
ARTWORK NAME: CM Merchandising Catalog 6-7.ai				
SUBSTRATE: Catalog				
FONTS: Clearface, Futura, NewBaskerville				
DIMENSIONS: L n/a x W 5.5 x H 8.5				
QUALITY CONTROL		CREATIVE DIRECTOR		ACCOUNT MANAGER
DATE _____				
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KIT #1

Great Basic Setup

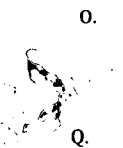
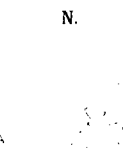
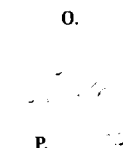
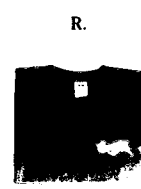
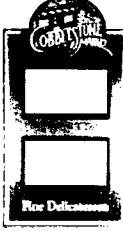
- A. 1 Wall Poster
(choose from 6)
- B. 1 Counter Talker
(choose from 6)
- C. 1 Pickle Jar
- D. 5 Visors
- E. 5 Hats
- F. 12 Price Tags
- G. 12 Price Tag Holders
- H. 1 Door Static Cling
11" x 17" Reverse
- I. 2 Window Static Clings
4" x 5.5"
- J. 5 Aprons



KIT #2

Impress Customers

- A. 3 Wall Posters
(choose from 6)
- B. 2 Counter Talkers
(choose from 6)
- C. 1 Pickle Jar
- D. 8 Visors
- E. 8 Hats
- F. 24 Price Tags
- G. 24 Price Tag Holders
- H. 1 Door Static Cling
11" x 17" Reverse
- I. 4 Window Static Clings
4" x 5.5"
- J. 8 Aprons
- K. 1 Ceiling Dangler
11" circle, 4/C logo
- L. 5 Deli Case Static Clings
17" x 5.5"



KIT #3

Everything You Need


- A. 4 Wall Posters
(choose from 6)
- B. 2 Counter Talkers
(choose from 6)
- C. 1 Pickle Jar
- D. 10 Visors
- E. 10 Hats
- F. 24 Price Tags
- G. 24 Price Tag Holders
- H. 1 Door Static Cling
11" x 17" Reverse
- I. 4 Window Static Clings
4" x 5.5"
- J. 10 Aprons
- K. 2 Ceiling Dangers
11" circle, 4/C logo
- L. 10 Deli Case Static Clings
17" x 5.5"
- M. 1 Flexible Outdoor Sign
3' x 5' single sided
w/banner grommets
- N. 1 Center Menu Board
20" x 37.5", 4/C logo
- O. 2 Side Menu Boards
20" x 32", 1/C logo
- P. 25 2.25" Server Buttons

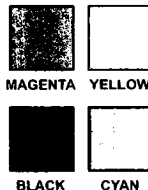
a la Carte

- Q. Sandwich Wrap
14" x 14", grease resistant
- R. Table Umbrella
105" x 56", 1/C logo
- S. Navy 50/50 Blend T-shirt
1/C logo
- T. Navy 65/35 Pique Knit
Polo Shirt
4/C logo
- U. Luncheon Napkins
13" x 17", 2-ply, 1/6 fold
1/C logo
- V. Sandwich Wrap Stickers
2", 500 roll, 1/C logo

See order form for pricing.

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DATE: 01/06/06		CLIENT: IMA	
LOCATION: RC			
JOB REFERENCE: 4912 SHAM Merch Prod Catalog			
ARTWORK NAME: CM Merchandising Catalog 8-9.ai			
SUBSTRATE: Catalog			
FONTS: Clearface, Futura, NewBaskerville			
DIMENSIONS: L n/a x W 5.5 x H 8.5			
QUALITY CONTROL	CREATIVE DIRECTOR	ACCOUNT MANAGER	DATE
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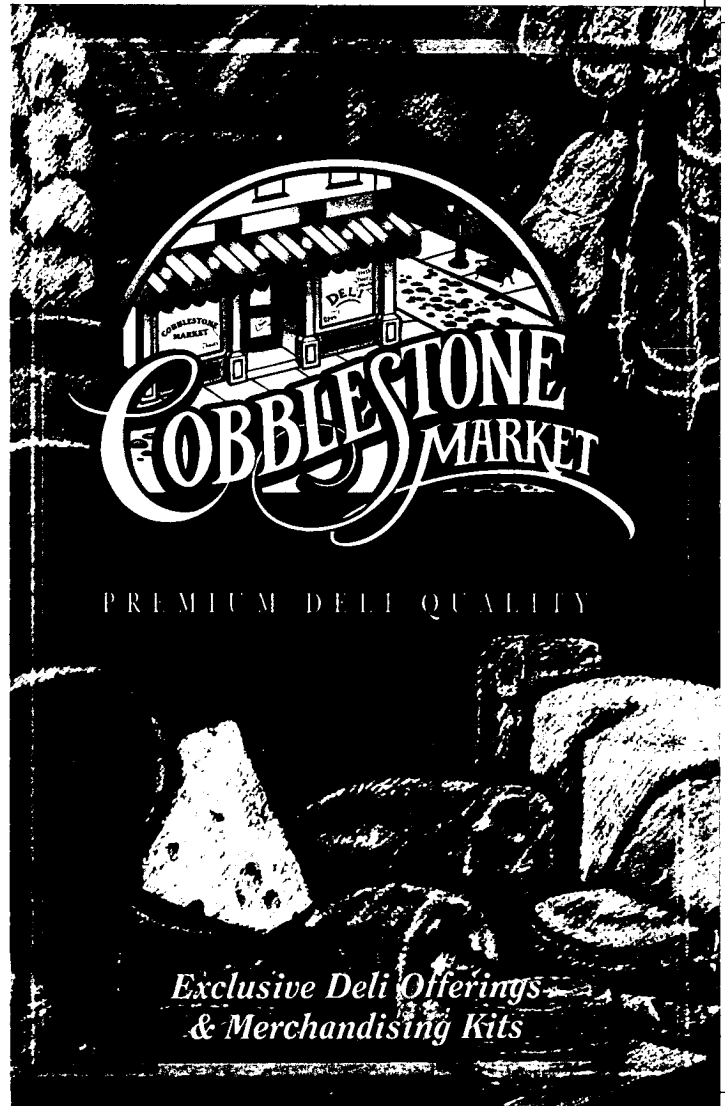
Traditional deli offerings with premium quality and time-honored taste.

Welcome to Cobblestone Market,™ the place for classic deli delights. You will enjoy savoring a wide variety of favorites, created with all the flavor offered by the old-fashioned neighborhood deli.


See order form for additional ordering information.

Marketed by Independent Marketing Alliance • Houston, TX 77079

©2005 Independent Marketing Alliance
Cobblestone Market™ Brand is a trademark
of Independent Marketing Alliance



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DATE: 12/21/05 CLIENT: IMA LOCATION: RC		<input type="checkbox"/> MAGENTA <input type="checkbox"/> YELLOW	
JOB REFERENCE: 4912 SHAM Merch Prod Catalog		<input type="checkbox"/> BLACK <input type="checkbox"/> CYAN	
ARTWORK NAME: CM Merchandising Catalog Cov.ai			
SUBSTRATE: Catalog			
FONTS: Clearface, Futura, NewBaskerville			
DIMENSIONS: L n/a x W 5.5 x H 8.5			
QUALITY CONTROL	CREATIVE DIRECTOR	ACCOUNT MANAGER	DATE
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	QUANTITY	PRICE	TOTAL
Kit Replacement Items			
Wall Poster (choose from 6, enter quantity in the spaces provided) ___ Pickles ___ Sliced Meats ___ Ham ___ Prepared Salads ___ Turkey ___ Cheese			
Counter Talker (choose from 6, enter quantity in the spaces provided) ___ Pickles ___ Sliced Meats ___ Ham ___ Prepared Salads ___ Turkey ___ Cheese			
Pickle Jar			
Visor - Blue, 1/C logo			
Hat - Blue, 1/C logo			
Price Tag			
Price Tag Holder			
Door Static Cling - 11" x 17" reverse			
Window Static Cling - 4" x 5.5"			
Apron - Blue, 1/C logo			
Ceiling Dangler - 11" circle, 4/C logo on both sides & string hole			
Deli Case Static Cling - 17" x 5.5", 4/C logo with blue background			
Flexible Outdoor Sign - 3' x 5' single sided w/ banner grommets			
Center Menu Board - 20" x 37.5", 4/C logo			
Side Menu Board - 20" x 32", 1/C logo			
Server Button - 2.25" round, white, 1/C logo			
a la Carte Additional Items Available			
T-shirt - 50/50 blend, blue, 1/C logo (indicate size and quantity) ___ Small ___ Medium ___ Large ___ X-Large			
Polo Shirt - 65/35 pique knit, blue, 4/C logo (indicate size and quantity) ___ Small ___ Medium ___ Large ___ X-Large			
Table Umbrella - 105" x 56", 1/C logo			
Luncheon Napkins - 13" x 17", 2-ply, 1/C logo, 1/6 fold			
Sandwich Wrap - 14" x 14", white, grease resistant			
Sandwich Wrap Stickers - 2" oval, 500 roll, 1/C logo			
Shipping & Handling: Morbi commodo, ipsum sed pharetra gravida, orci magna rhoncus neque, id pulvinar odio lorem non turpis. Morbi commodo, ipsum sed pharetra gravida, orci magna rhoncus neque, id pulvinar odio lorem non turpis.			
		TOTAL (this side)	
		TOTAL (from side 1)	
		SUBTOTAL	
		SHIPPING & HANDLING	
		TOTAL	

ORDER FORM

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DATE: 01/06/06 CLIENT: IMA LOCATION: RC JOB REFERENCE: 4912 SHAM Merch Prod Catalog ARTWORK NAME: CM MerCatalog OrderForm.ai SUBSTRATE: Paper, front & back FONTS: Clearface				
DIMENSIONS: L x W 8.5" x H 11"				
QUALITY CONTROL		CREATIVE DIRECTOR		ACCOUNT MANAGER
DATE				
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Customer Information

Name _____
 Company _____
 Street Address _____
 City _____ State _____ ZIP _____
 Phone () _____
 Email _____

Instructions:

Morbi commodo, ipsum sed pharetra gravida, orci magna rhoncus neque, id pulvinar odio lorem non turpis.
 Morbi commodo, ipsum sed pharetra gravida, orci magna rhoncus neque, id pulvinar odio lorem non turpis.

KITS	PRICE
KIT 1: Great Basic Setup 1 Wall Poster (choose 1 from 6) <input type="checkbox"/> Pickles <input type="checkbox"/> Sliced Meats <input type="checkbox"/> Ham <input type="checkbox"/> Prepared Salads <input type="checkbox"/> Turkey <input type="checkbox"/> Cheese 1 Counter Talker (choose 1 from 6) <input type="checkbox"/> Pickles <input type="checkbox"/> Sliced Meats <input type="checkbox"/> Ham <input type="checkbox"/> Prepared Salads <input type="checkbox"/> Turkey <input type="checkbox"/> Cheese 1 Pickle Jar, 5 Visors, 5 Hats, 5 Aprons, 12 Price Tags, 12 Price Tag Holders, 1 Door Static Cling, 2 Window Static Clings	\$XXX.XX <input type="checkbox"/>
KIT 2: Impress Customers 3 Wall Posters (choose 3 from 6) <input type="checkbox"/> Pickles <input type="checkbox"/> Sliced Meats <input type="checkbox"/> Ham <input type="checkbox"/> Prepared Salads <input type="checkbox"/> Turkey <input type="checkbox"/> Cheese 2 Counter Talkers (choose 2 from 6) <input type="checkbox"/> Pickles <input type="checkbox"/> Sliced Meats <input type="checkbox"/> Ham <input type="checkbox"/> Prepared Salads <input type="checkbox"/> Turkey <input type="checkbox"/> Cheese 1 Pickle Jar, 8 Visors, 8 Hats, 8 Aprons, 24 Price Tags, 24 Price Tag Holders, 1 Door Static Cling, 4 Window Static Clings, 1 Ceiling Dangler, 5 Deli Case Static Clings	\$XXX.XX <input type="checkbox"/>
KIT 3: Everything You Need 4 Wall Posters (choose 4 from 6) <input type="checkbox"/> Pickles <input type="checkbox"/> Sliced Meats <input type="checkbox"/> Ham <input type="checkbox"/> Prepared Salads <input type="checkbox"/> Turkey <input type="checkbox"/> Cheese 2 Counter Talkers (choose 2 from 6) <input type="checkbox"/> Pickles <input type="checkbox"/> Sliced Meats <input type="checkbox"/> Ham <input type="checkbox"/> Prepared Salads <input type="checkbox"/> Turkey <input type="checkbox"/> Cheese 1 Pickle Jar, 10 Visors, 10 Hats, 10 Aprons, 24 Price Tags, 24 Price Tag Holders, 1 Door Static Cling, 4 Window Static Clings, 2 Ceiling Dangers, 10 Deli Case Static Clings, 1 Flexible Outdoor Sign, 1 Center Menu Board, 2 Side Menu Boards, 25 Server Buttons	\$XXX.XX <input type="checkbox"/>

ORDER FORM

PROOF IS NOT AN EXACT REPRESENTATION OF COLOR OR FINAL PRINT QUALITY

NEWHALL KLEIN INC. 6109 WEST KL AVENUE KALAMAZOO, MI 49009 www.newhallklein.com EMAIL: info@newhallklein.com PHONE: 269.544.0844 • FAX: 269.544.0848		CLIENT/VENDOR APPROVAL <input type="checkbox"/> OK TO RELEASE ARTWORK <input type="checkbox"/> OK TO SUBMIT WITH ABOVE CORRECTIONS <input type="checkbox"/> PLEASE SUBMIT NEW LAYOUT(S)	
DATE: 01/06/06 CLIENT: IMA LOCATION: RC		BLACK	
JOB REFERENCE: 4912 SHAM Merch Prod Catalog			
ARTWORK NAME: CM MerCatalog OrderForm.ai			
SUBSTRATE: Paper, front & back			
FONTS: Clearface			
DIMENSIONS: L x W 8.5" x H 11"			
QUALITY CONTROL	CREATIVE DIRECTOR	ACCOUNT MANAGER	DATE
* PLEASE NOTE: Newhall Klein, Inc., (NK), makes every effort to ensure that the text, artwork, photos and color of your project are correct prior to production. However, inasmuch as we are not contracting the pre-press and/or print production, we require that each designated representative review and approve a color contract proof and folded/trimmed blueprint, provided by the printer, prior to printing. NK shall be limited to correcting its own product as outlined in our estimate. Newhall Klein, Inc., assumes no legal or financial responsibility for content errors or omissions on the final printed product.			

Exhibit 28

From: Bob Planck
<rdplanck@independentmarketingalliance.com>
To: 'Bartt G. Thompson' **<bgt@pdhlaw.com>**
Date: Tuesday, November 2, 2004 12:32:07 PM
Subject: FW: Cobblestone Pictures
Folder: Inbox - Known/MBH

Bartt...please take a look at <http://www.shamrockfoods.com/cobblestone/> and give Rob and me your opinion on how to go forward on this potential infringement.

Bob

From: Rob_Ahrens Dorf@shamrockfoods.com [mailto:Rob_AhrensDorf@shamrockfoods.com]
Sent: Tuesday, November 02, 2004 10:01 AM
To: rdplanck@independentmarketingalliance.com
Cc: bfontana@independentmarketingalliance.com; Michelle_Daley@shamrockfoods.com;
Rob_Goluba@shamrockfoods.com
Subject: Fw: Cobblestone Pictures

Bob,

Please go to the URL below and you should be able to view the pictures of the local Cobblestone Gas Station/Car Wash in Phoenix and you can advise Bartt to view them also. Let me know what is decided after he views them.
Thanks!

Rob AhrensDorf
Director Corporate Marketing
Shamrock Foods Corp.
5080 N. 40th Street, Suite 400
Phoenix AZ. 85018

ph: 602-477-2515
fx: 602-477-2535

----- Forwarded by Rob Ahrendorf/EMKT/ShamrockPhx/US on 11/02/2004 08:59 AM -----

HelpDesk

Sent by: Matt

Alexander

11/01/2004 04:30

PM

To Michelle Daley/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

TechSupport, Bryan West/AMIS/ShamrockPhx/US@SHAMROCKPHXDO, Chuck
cc Duncan/AMIS/ShamrockPhx/US@ShamrockPhxDO, Rob

Ahrendorf/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

Subject Re: Fw: Cobblestone Pictures [Link](#)

The following URL contains the Cobblestone images from the S: Drive:

<http://www.shamrockfoods.com/cobblestone/>

It's using the default listing provided by the webserver for the image links. If needed, I can improve the presentation and create thumbnails, etc.

Also, please note that this is not a dynamic process so new images put into the Cobblestone Images directory on the S: Drive will not show up on the webserver until an admin manually copies the new images over.

Thanks,

~Matt

Accepted by:	Frank Romero	Accepted Date:	11/01/2004 02:48 PM
Completed by:		Completed Date:	
Action Taken:	IR Createed		

Michelle Daley

To: TechSupport

11/01/2004 02:03 PM

cc:
Subject: Fw: Cobblestone Pictures

S:\Cobblestone Images

Can you please make the link above available to users outside of the company via the web? I need to have this folder accessible to multiple people within the IMA group.

Thanks,
Mich

Michelle Daley
Corporate Marketing Communications Manager
Shamrock Foods Corp.
5080 N. 40th Street, Suite 400
Phoenix AZ. 85018
ph: 602-477-2518
fx: 602-477-2535

----- Forwarded by Michelle Daley/EMKT/ShamrockPhx/US on 11/01/2004 02:02 PM -----

Rob Ahrendorf/EMKT/ShamrockPhx/US

To Michelle
Daley/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

11/01/2004 01:48 PM

cc

Subject Fw: Cobblestone Pictures

Can you see if you can follow the instructions below and ask TechSupport for the URL link to the S drive for your pictures? Let me know when done so I can tell the IMA group to access that URL. Thx.

Rob

Rob Ahrendorf
Director Corporate Marketing
Shamrock Foods Corp.
5080 N. 40th Street, Suite 400
Phoenix AZ. 85018
ph: 602-477-2515

fx: 602-477-2535

----- Forwarded by Rob Ahrendorf/EMKT/ShamrockPhx/US on 11/01/2004 01:47 PM -----

Chuck Duncan/AMIS/ShamrockPhx/US

To Rob
Ahrendorf/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

11/01/2004 01:35 PM

cc Michelle Daley/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

Subject Fw: Cobblestone Pictures

Rob,

Send a "link" to the file that is currently on your "shared drive" to email user TechSupport and request that the file be made available to "everyone" in the world on the Internet. You'll get a url link back which you would email to others.

Chuck Duncan
Shamrock Foods Company
(602) 477-6003

----- Forwarded by Chuck Duncan/AMIS/ShamrockPhx/US on 11/01/2004 01:32 PM -----

Bryan West/AMIS/ShamrockPhx/US

To Chuck
Duncan/AMIS/ShamrockPhx/US@ShamrockPhxDO

11/01/2004 01:30 PM

cc

Subject Re: Fw: Cobblestone Pictures Link

Various ways.....least amount of work:

The webserver, and the content storage behind it are controlled by the server admins...

The file would need to get to the admins via some method....
They could then put it on the webserver and send out a link that anybody could use...

J. Bryan West
602-477-6156

Chuck Duncan/AMIS/ShamrockPhx/US
11/01/2004 01:27 PM
cc
Subject Fw: Cobblestone Pictures

Bryan
To West/AMIS/ShamrockPhx/US@SHAMROCKPHXDO

We need to make files, pictures, etc. available on the Internet instead of sending in emails.

How can they be posted somewhere that our user just sends a link?

Chuck Duncan
Shamrock Foods Company
(602) 477-6003

----- Forwarded by Chuck Duncan/AMIS/ShamrockPhx/US on 11/01/2004 01:26 PM -----

Rob Ahrendorf/EMKT/ShamrockPhx/US
11/01/2004 12:29 PM
cc
Subject Fw: Cobblestone Pictures

To Chuck Duncan/AMIS/ShamrockPhx/US@ShamrockPhxDO
Michelle
Daley/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

Chuck,

As you may know, we have just launched a deli brand named Cobblestone Market, and there is a local gas station/car wash that has the name Cobblestone also in the PHX area. We have (IMA) apparently registered the name for use before they have, and there is some question as to whether or not it would be a conflict or not anyway...

However, Michelle Daley has posted the recently taken pictures of the car wash on our shared drive for us to view...

My question is how to get these pictures to another outside of our company, such as the President of IMA--Bob Planck, who needs to send them to his outside attorney...

Is there a way I can do that, without having Michelle send me the graphic heavy/large files to my address and me resending them on??

Rob

Rob Ahrendorf
Director Corporate Marketing
Shamrock Foods Corp.
5080 N. 40th Street, Suite 400
Phoenix AZ. 85018
ph: 602-477-2515
fx: 602-477-2535

--- Forwarded by Rob Ahrendorf/EMKT/ShamrockPhx/US on 11/01/2004 12:25 PM ---

Michelle Daley/EMKT/ShamrockPhx/US

To Rob
Ahrendorf/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

11/01/2004 12:04 PM

cc

Subject Cobblestone Pics

The Cobblestone Convenience Stores photos are on the "S" drive in a folder named "Cobblestone Images"

Thanks,
Mich

Exhibit 29

From: Bob Fontana
<bfontana@independentmarketingalliance.com>
To: Bartt Thompson **<bgt@pdhlaw.com>**
Date: Tuesday, November 2, 2004 10:49:49 AM
Subject: FW: Cobblestone Pictures
Folder: Inbox - Known/MBH

Bartt , Please review URL below and comments on any potential conflict you feel may exist with the IMA Cobblestone Market Brand and this entity.

From: Rob_Ahrens Dorf@shamrockfoods.com [mailto:Rob_AhrensDorf@shamrockfoods.com]
Sent: Tuesday, November 02, 2004 10:01 AM
To: rdplanck@independentmarketingalliance.com
Cc: bfontana@independentmarketingalliance.com; Michelle_Daley@shamrockfoods.com;
Rob_Goluba@shamrockfoods.com
Subject: Fw: Cobblestone Pictures

Bob,

Please go to the URL below and you should be able to view the pictures of the local Cobblestone Gas Station/Car Wash in Phoenix and you can advise Bartt to view them also. Let me know what is decided after he views them.
Thanks!

Rob AhrensDorf
Director Corporate Marketing
Shamrock Foods Corp.
5080 N. 40th Street, Suite 400
Phoenix AZ. 85018
ph: 602-477-2515
fx: 602-477-2535

— Forwarded by Rob AhrensDorf/EMKT/ShamrockPhx/US on 11/02/2004 08:59 AM —

HelpDesk
Sent by: Matt

To Michelle Daley/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

Alexander

TechSupport, Bryan West/AMIS/ShamrockPhx/US@SHAMROCKPHXDO, Chuck
cc Duncan/AMIS/ShamrockPhx/US@ShamrockPhxDO, Rob
Ahrensdorf/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

11/01/2004 04:30
PM

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The following URL contains the Cobblestone images from the S: Drive:

<http://www.shamrockfoods.com/cobblestone/>

It's using the default listing provided by the webserver for the image links. If needed, I can improve the presentation and create thumbnails, etc.

Also, please note that this is not a dynamic process so new images put into the Cobblestone Images directory on the S: Drive will not show up on the webserver until an admin manually copies the new images over.

Thanks,

~Matt

Accepted by:	Frank Romero	Accepted Date:	11/01/2004 02:48 PM
Completed by:		Completed Date:	
Action Taken:	IR Createed		

Michelle Daley

To: TechSupport

11/01/2004 02:03 PM

cc:

Subject: Fw: Cobblestone Pictures

S:\Cobblestone Images

Can you please make the link above available to users outside of the company via the web? I need to have this folder accessible to multiple people within the IMA group.

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Michelle Daley
Corporate Marketing Communications Manager
Shamrock Foods Corp.
5080 N. 40th Street, Suite 400
Phoenix AZ. 85018
ph: 602-477-2518
fx: 602-477-2535

----- Forwarded by Michelle Daley/EMKT/ShamrockPhx/US on 11/01/2004 02:02 PM -----

Rob Ahrensdorf/EMKT/ShamrockPhx/US

To Michelle
Daley/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

11/01/2004 01:48 PM

cc

Subject Fw: Cobblestone Pictures

Can you see if you can follow the instructions below and ask TechSupport for the URL link to the S drive for your pictures? Let me know when done so I can tell the IMA group to access that URL. Thx.

Rob

Rob Ahrensdorf
Director Corporate Marketing
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5080 N. 40th Street, Suite 400
Phoenix AZ. 85018
ph: 602-477-2515
fx: 602-477-2535

----- Forwarded by Rob Ahrensdorf/EMKT/ShamrockPhx/US on 11/01/2004 01:47 PM -----

Chuck Duncan/AMIS/ShamrockPhx/US

To Rob
Ahrensdorf/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

11/01/2004 01:35 PM

cc Michelle Daley/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

Subject Fw: Cobblestone Pictures

Rob,

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Shamrock Foods Company
(602) 477-6003

----- Forwarded by Chuck Duncan/AMIS/ShamrockPhx/US on 11/01/2004 01:32 PM -----

Bryan West/AMIS/ShamrockPhx/US

To Chuck
Duncan/AMIS/ShamrockPhx/US@ShamrockPhxDO

11/01/2004 01:30 PM

cc

Subject Re: Fw: Cobblestone Pictures Link

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The file would need to get to the admins via some method....
They could then put it on the webserver and send out a link that anybody could use...

J. Bryan West
602-477-6156

Chuck Duncan/AMIS/ShamrockPhx/US

To Bryan
West/AMIS/ShamrockPhx/US@SHAMROCKPHXDO

11/01/2004 01:27 PM

cc

Subject Fw: Cobblestone Pictures

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How can they be posted somewhere that our user just sends a link?

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Shamrock Foods Company
(602) 477-6003

----- Forwarded by Chuck Duncan/AMIS/ShamrockPhx/US on 11/01/2004 01:26 PM -----

Rob Abrensdorf/EMKT/ShamrockPhx/US

To Chuck Duncan/AMIS/ShamrockPhx/US@ShamrockPhxDO

11/01/2004 12:29 PM

Michelle
cc Daley/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

Subject Fw: Cobblestone Pictures

Chuck,

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anyway...

However, Michelle Daley has posted the recently taken pictures of the car wash on our shared drive for us to view...

My question is how to get these pictures to another outside of our company, such as the President of IMA--Bob Planck, who needs to send them to his outside attorney...

Is there a way I can do that, without having Michelle send me the graphic heavy/large files to my address and me resending them on??

Rob

Rob Ahrensdorf
Director Corporate Marketing
Shamrock Foods Corp.
5080 N. 40th Street, Suite 400
Phoenix AZ. 85018
ph: 602-477-2515
fx: 602-477-2535

--- Forwarded by Rob Ahrensdorf/EMKT/ShamrockPhx/US on 11/01/2004 12:25 PM ---

Michelle Daley/EMKT/ShamrockPhx/US

To Rob
Ahrensdorf/EMKT/ShamrockPhx/US@SHAMROCKPHXDO

11/01/2004 12:04 PM

cc

Subject Cobblestone Pics

The Cobblestone Convenience Stores photos are on the "S" drive in a folder named "Cobblestone Images"

Thanks,
Mich

Exhibit 30

From: Bob Fontana
<bfontana@independentmarketingalliance.com>
To: Bartt G. Thompson <bgt@pdhlaw.com>
Date: Monday, August 1, 2005 1:33:25 PM
Subject: Cobblestone Market
Folder: Inbox - Known/MBH

See response below

Bob Fontana

Director Marketing & General Merchandising
Independent Marketing Alliance
16000 Memorial Drive, Ste 200
Houston, TX 77079
Tel: 281-531-0007 Extn. 320
Fax: 281-531-0022
email: bfontana@independentmarketingalliance.com
www.independentmarketingalliance.com

This e-mail and any files transmitted with it are confidential and are intended solely for the use of the individual or entity to whom they are addressed. This communication may contain material protected by the attorney-client privilege. If you are not the intended recipient or the person responsible for delivering the e-mail to the intended recipient, be advised that you have received this e-mail in error and that any use, dissemination, forwarding, printing, or copying of this e-mail is strictly prohibited. If you have received this e-mail in error, please notify the sender by return e-mail and then destroy it.

From: Bartt G. Thompson [mailto:bgt@pdhlaw.com]
Sent: Monday, August 01, 2005 2:30 PM
To: Bob Fontana
Subject: Cobblestone Market

Bob:

The trademark office called to say they are withdrawing their objection based upon the response that was filed. They asked that we give them permission to re-insert the word "refrigerated" before the description of salads as was there previously – I presume this is fine. Yes this is fine

They asked that we move the reference of sandwiches to another class. Would you please confirm you still wish sandwiches listed as an item and I will call that office back to give them approval for this and get the process moving again on this mark? We still want sandwiches listed as an item

Thanks.

Bartt

Exhibit 31

UNITED STATES PATENT AND TRADEMARK OFFICE

SERIAL NO: 78/432642

AUG 2 2005

APPLICANT: Independent Marketing Alliance LP



CORRESPONDENT ADDRESS:

Bartt G. Thompson
Pagel, Davis & Hill, P.C.
1415 Louisiana, 22nd Floor
Houston, TX 77002

RETURN ADDRESS:
Commissioner for Trademarks
P.O. Box 1451
Alexandria, VA 22313-1451

If no fees are enclosed, the address should include the words "Box Responses - No Fee."

MARK: COBBLESTONE MARKET

CORRESPONDENT'S REFERENCE/DOCKET NO: N/A

CORRESPONDENT EMAIL ADDRESS:

Please provide in all correspondence:

1. Filing date, serial number, mark and applicant's name.
2. Date of this Office Action.
3. Examining Attorney's name and Law Office number.
4. Your telephone number and email address.

RE: Serial Number 78/432642

EXAMINER'S AMENDMENT

OFFICE RECORDS SEARCH: The Office records have been searched and no similar registered or pending mark has been found that would bar registration under Trademark Act Section 2(d), 15 U.S.C. §1052(d). TMEP §704.02.

ADVISORY - AMENDMENTS TO GOODS/SERVICES: If the identification of goods and/or services has been amended below, any future amendments must be in accordance with 37 C.F.R. §2.71(a) and TMEP §1402.07(e).

AMENDMENT(S) AUTHORIZED: As authorized by Bartt G. Thompson on August 1, 2005, the application is amended as noted below. *If applicant disagrees with or objects to any of the amendments below, please notify the undersigned trademark examining attorney immediately.* Otherwise, no response is necessary. TMEP §707.

Identification of Goods

The identification of goods is amended to read as follows. TMEP §1402.01.

Deli meats; cooked deli items, namely, soups, and vegetables; cheese; refrigerated salads except macaroni, rice, and pasta salad; pickles; bagged potato chips, frozen soups; frozen entrees, namely, entrees consisting primarily of meat, fish, poultry or vegetables, in Class 29.

Deli mustard; cooked deli items, namely, sandwiches, in Class 30.

Please also note that the refusal under Section 2(d) is withdrawn and the citation of the pending applications is withdrawn. The disclaimer of "MARKET" is acknowledged.

If applicant has any questions, please do not hesitate to contact the undersigned.

/mld/

Maureen L. Dall
Trademark Attorney, Law Office 110
United States Patent and Trademark Office
Phone: 571-272-9714